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DOUBLE THE SIZE! DOUBLE THE THRILLS!
the AMAZING SPIDER-MAN®
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TM
ROMITA
OUR 200th ISSUE ANNIVERSARY SPECTACULAR!
AGAINST THE MAN WHO KILLED HIS UNCLE BEN!
THE SPIDER VERSUS THE BURGLAR!

200 ISSUES AGO, STAN LEE & STEVE DITKO CREATED A CLASSIC!

NOW, MARV WOLFMAN · KEITH POLLARD · JIM MOONEY · J. COSTANZA · GLYNIS W. & JIM SHOOTER CONTINUE THE LEGEND

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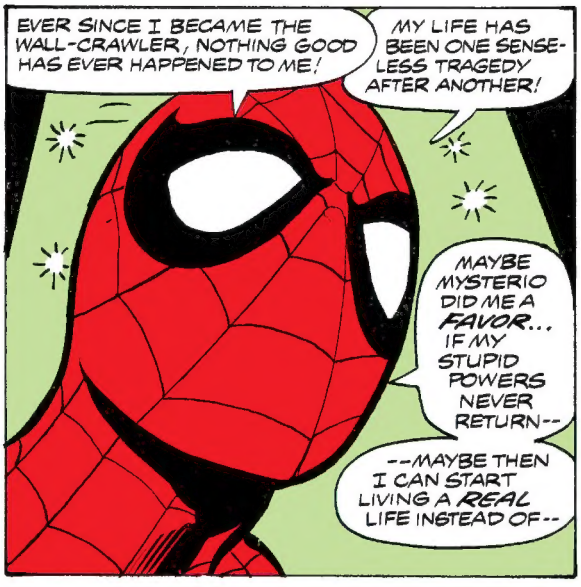
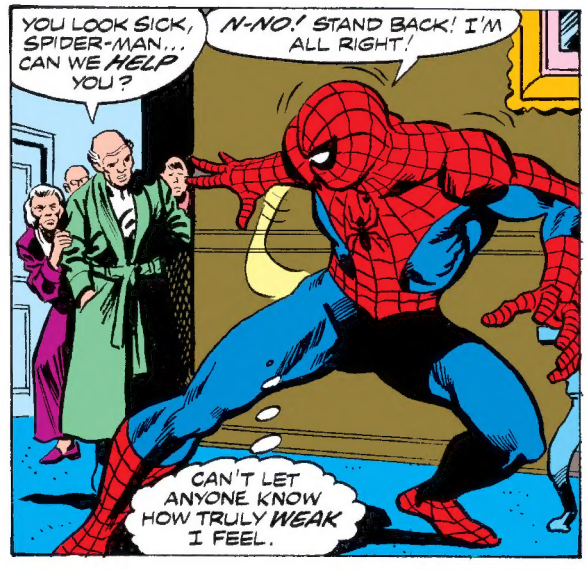
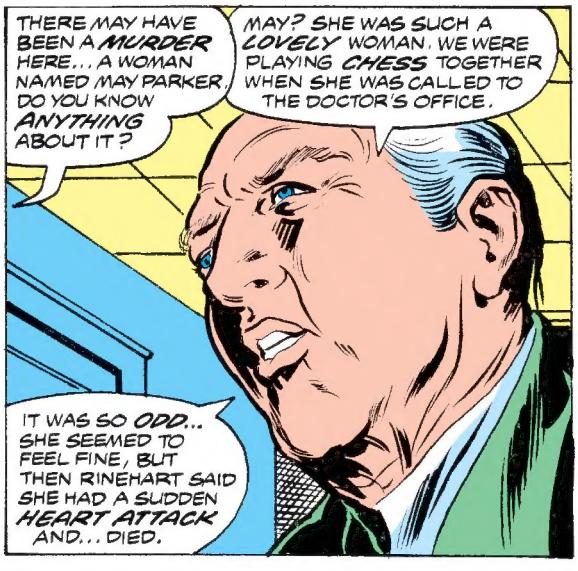
UNHHHH... STILL WEAK FROM THAT DEPRESSANT MYSTERIO SHOT INTO ME!
THOUGH MAYBE I OUGHTTA CONSIDER MYSELF LUCKY THAT I'M STILL ALIVE!
LUCKY? HAH! SOMETIMES I THINK I'D BE MUCH BETTER OFF IF SPIDER-MAN WERE DEAD!


EVER SINCE I BECAME THE WALL-CRAWLER, NOTHING GOOD HAS EVER HAPPENED TO ME!
MY LIFE HAS BEEN ONE SENSELESS TRAGEDY AFTER ANOTHER!
MAYBE MYSTERIO DID ME A FAVOR... IF MY STUPID POWERS NEVER RETURN--
--MAYBE THEN I CAN START LIVING A REAL LIFE INSTEAD OF--

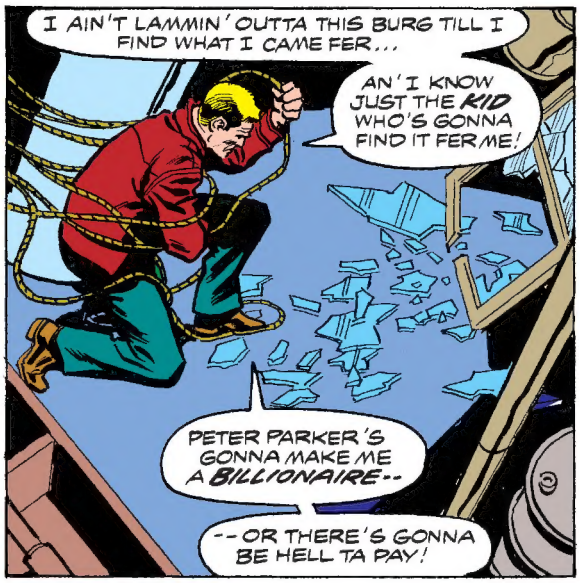

YOU LOOK SICK, SPIDER-MAN... CAN WE HELP YOU?
N-NO! STAND BACK! I'M ALL RIGHT!
CAN'T LET ANYONE KNOW HOW TRULY WEAK I FEEL.

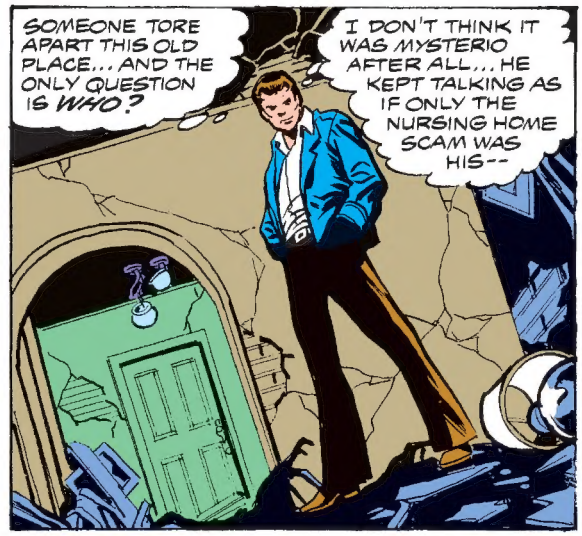

THERE MAY HAVE BEEN A MURDER HERE... A WOMAN NAMED MAY PARKER. DO YOU KNOW ANYTHING ABOUT IT?
MAY? SHE WAS SUCH A LOVELY WOMAN. WE WERE PLAYING CHESS TOGETHER WHEN SHE WAS CALLED TO THE DOCTOR'S OFFICE.
IT WAS SO ODD.. SHE SEEMED TO FEEL FINE, BUT THEN RINEHART SAID SHE HAD A SUDDEN HEART ATTACK AND... DIED.

HEART ATTACK, MY EYE!
MYSTERIO RIGGED HER DEATH... I'M SURE OF THAT NOW. BUT WHY?
COME TO THINK OF IT, I DON'T CARE WHY!

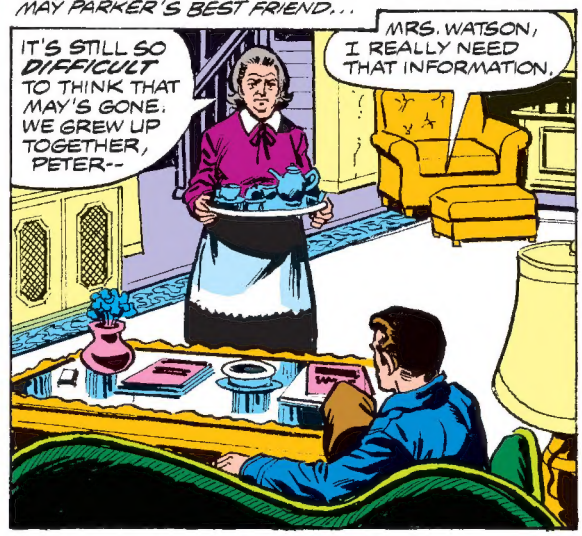
HE'S GOING TO PAY FOR WHAT HE DID--AND I'M NOT GOING TO REST UNTIL HE DOES.
I FEEL SORRY FOR THAT YOUNG MAN, SOLLY. HE SEEKS REVENGE...
BUT THAT'S NOT GOING TO EASE THE PAIN THAT'S GROWING IN HIS SOUL.

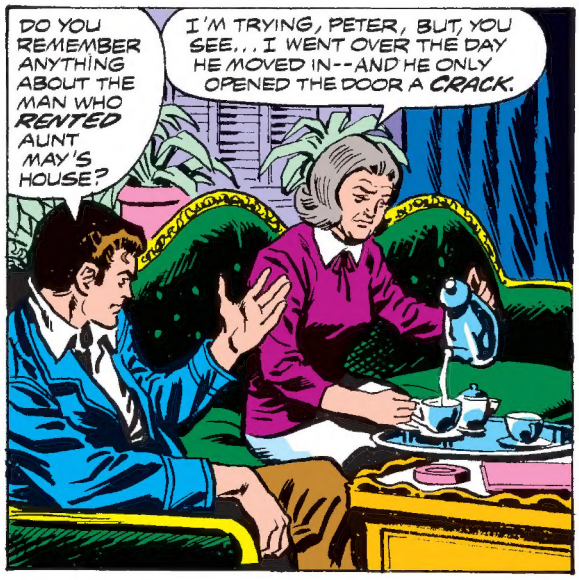
A TURBULENT RAIN SCRATCHES THE NIGHT SKY AS A SAD AND TROUBLED PETER PARKER TRUDGES HIS WAY HOME...
TOO LATE FOR THE BUSSES... AND NO CAB'S STOPPING FOR ME. SO IT'S A TEN MILE WALK THROUGH THE RAIN. TYPICAL, PARKER... JUST TYPICAL!
THIS JUST ABOUT COMPLETES AN ALTOGETHER LOUSY DAY!
NO PARKING
BUT I DESERVE IT. IF I HAD KEPT MY WITS ABOUT ME, I'D'VE REMEMBERED THAT MYSTERIO ONCE CALLED HIMSELF LUDWIG RINEHART.
TROUBLE IS, WHEN HE DID, HE WORE A MASK. I NEVER ASSOCIATED HIS REAL FACE WITH THAT NAME.
AND BECAUSE I DIDN'T, AUNT MAY DIED!
BUS
OP
JUST LIKE UNCLE BEN DIED BECAUSE I DIDN'T STOP THAT BURGLAR!
HOW MANY MORE PEOPLE ARE GOING TO DIE BECAUSE OF THE CURSE OF SPIDER-MAN?
SPIDER-MAN? LORD, HOW I'M BEGINNING TO HATE THAT NAME!
BUT, WHILE A TUMULTUOUS PETER PARKER BERATES HIS SOMBER SOBRIQUET, BACK IN THE BASEMENT OF THE RESTWELL NURSING HOME, A CERTAIN BURGLAR IS IN A SOMEWHAT DIFFERENT MOOD...
DID IT! CUT THE LAST ROPE WITH THAT MIRROR I BUSTED.
NOW IT WON'T TAKE TOO LONG TA GET FREE.
THAT RINEHART CREEP IS GONE-- CHASED AWAY BY SPIDER-MAN. BUT I'M STILL HERE...
AN' BELIEVE ME-- I AIN'T LEAVIN' TILL I GET WHAT'S COMIN' TO ME!


I AIN'T LAMMIN' OUTTA THIS BURG TILL I FIND WHAT I CAME FER...
AN' I KNOW JUST THE KID WHO'S GONNA FIND IT FER ME!
PETER PARKER'S GONNA MAKE ME A BILLIONAIRE--
--OR THERE'S GONNA BE HELL TA PAY!


FOREST HILLS, AND THE HOME WHERE THAT PREVIOUSLY MENTIONED 'KID' WAS RAISED...
SOMEONE TORE APART THIS OLD PLACE... AND THE ONLY QUESTION IS WHO?
I DON'T THINK IT WAS MYSTERIO AFTER ALL... HE KEPT TALKING AS IF ONLY THE NURSING HOME SCAM WAS HIS--

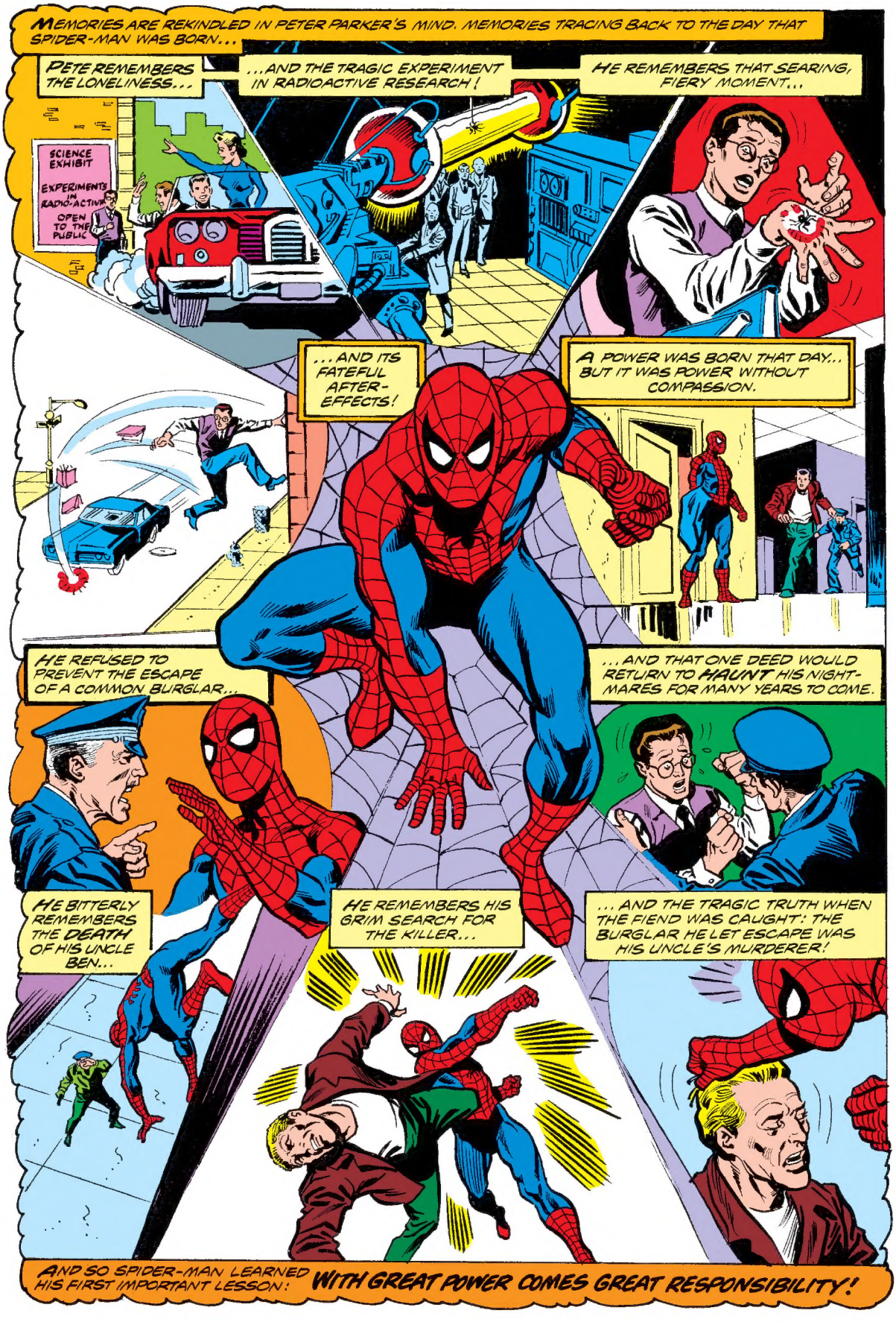
--AND THAT SOMEHOW HE GOT SIDETRACKED WITH AUNT MAY.
WELL, IF IT WASN'T HIM, WHO ELSE COULD IT BE?

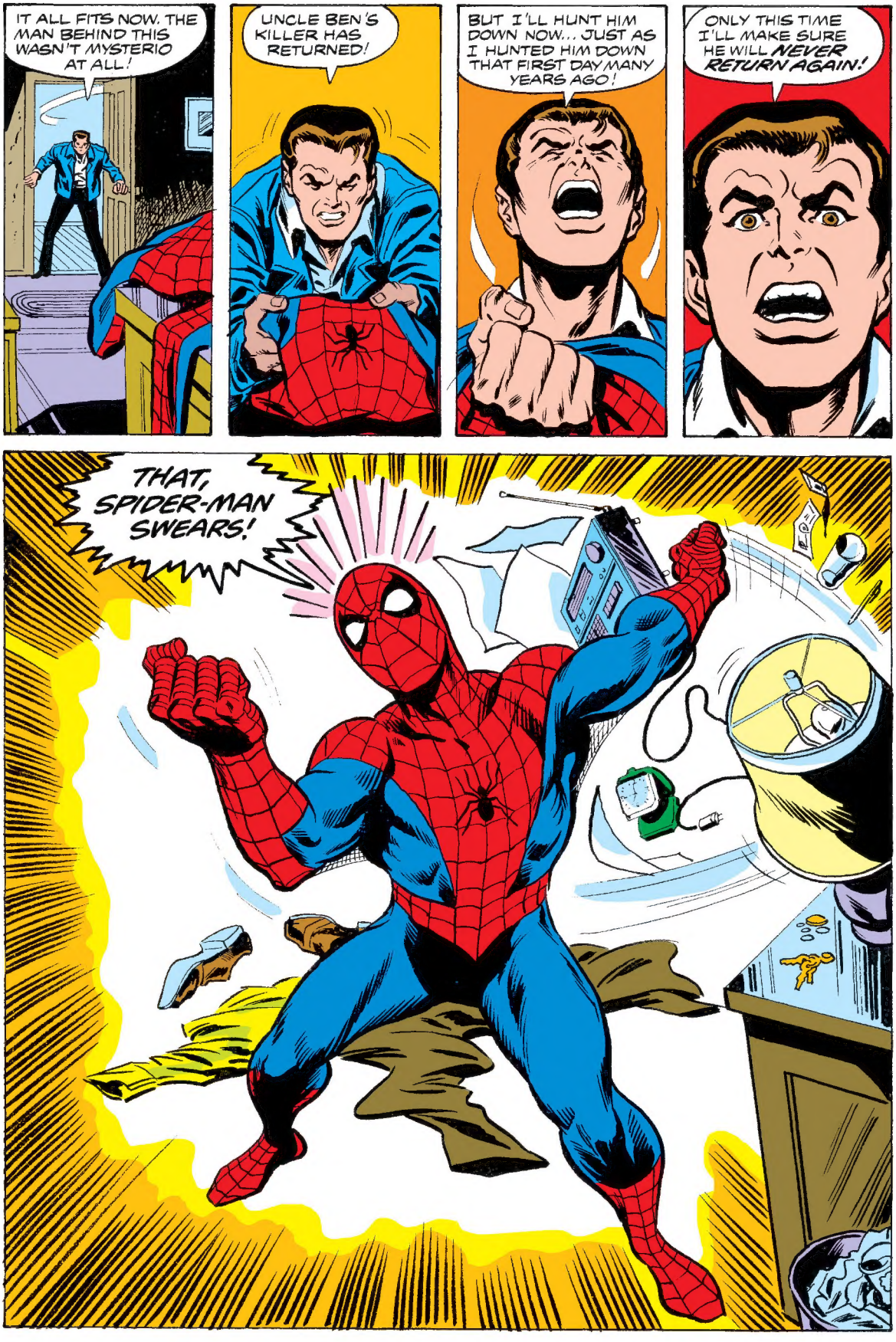

NEXT DOOR: THE HOME OF ANNA MAY WATSON, MAY PARKER'S BEST FRIEND...
IT'S STILL SO DIFFICULT TO THINK THAT MAY'S GONE. WE GREW UP TOGETHER, PETER--
MRS. WATSON, I REALLY NEED THAT INFORMATION.


DO YOU REMEMBER ANYTHING ABOUT THE MAN WHO RENTED AUNT MAY'S HOUSE?
I'M TRYING, PETER, BUT, YOU SEE... I WENT OVER THE DAY HE MOVED IN--AND HE ONLY OPENED THE DOOR A CRACK.

I DON'T THINK I EVER CLEARLY SAW HIM.
WHY DON'T YOU TRY THE RENTAL AGENCY MAY USED? I THINK A MAN NAMED GRIMSBY TOOK CARE OF EVERYTHING.

THE OFFICE OF THE UNEEDA REALTY CORP (HILLSIDE AVE., JAMAICA, QUEENS)...
...SO YOU SEE, I HAVE TO FIND THE TENANT WHO LEFT AUNT MAY'S HOUSE A TOTAL WRECK.
WELL, M'BOY, LOOK NO FURTHER. HAROLD R. GRIMSBY IS THE MAN TO SEE!
AH, YES, LET ME SEE, M'BOY... AH, YES. I REMEMBER HIM NOW.
PLEASANT SORT OF CHAP, WELL SPOKEN. SAY, YOU AREN'T PLANNING ON SUING US NOW, ARE YOU, M'BOY?
PUFF
PUFF
YOU KNOW WE CAN'T VOUCH FOR EVERYONE WHO WALKS IN HERE. NOW, CAN WE, SON?
;CHOKE; ;CHOKE;... NO, I'M NOT GOING TO-- ;CHOKE; SUE. I JUST WANT HIS NAME. ;CHOKE;
AH, YES, HIS NAME. SURE, M'BOY. HERE IT IS.
COUGH
COUGH
AND, A MOMENT LATER...
TAKE CARE, M'BOY--AND COME BACK WHENEVER YOU WANT... ESPECIALLY IF YOU NEED AN APARTMENT.
IT'S NOT AN APARTMENT ;CHOKE; I NEED, GRIMSBY.
;CHOKE;... AFTER TWO MINUTES WITH YOU, I NEED A NEW SET OF LUNGS!
CIGARETTES-- SHEESH!
FOR SALE
OPEN
I CAN HARDLY BELIEVE IT... HE'S BACK-- THE ONE CREEP I HADN'T SUSPECTED!
BUT NOW THAT I THINK ABOUT IT, IT MAKES SENSE... DEADLY SENSE!


MEMORIES ARE REKINDLED IN PETER PARKER'S MIND. MEMORIES TRACING BACK TO THE DAY THAT SPIDER-MAN WAS BORN...
PETE REMEMBERS THE LONELINESS...
...AND THE TRAGIC EXPERIMENT IN RADIOACTIVE RESEARCH!
HE REMEMBERS THAT SEARING, FIERY MOMENT...
SCIENCE EXHIBIT
EXPERIMENTS IN RADIO-ACTIVITY
OPEN TO THE PUBLIC
...AND ITS FATEFUL AFTER-EFFECTS!
A POWER WAS BORN THAT DAY... BUT IT WAS POWER WITHOUT COMPASSION.
HE REFUSED TO PREVENT THE ESCAPE OF A COMMON BURGLAR...
...AND THAT ONE DEED WOULD RETURN TO HAUNT HIS NIGHT-MARES FOR MANY YEARS TO COME.
HE BITTERLY REMEMBERS THE DEATH OF HIS UNCLE BEN...
HE REMEMBERS HIS GRIM SEARCH FOR THE KILLER...
...AND THE TRAGIC TRUTH WHEN THE FIEND WAS CAUGHT: THE BURGLAR HE LET ESCAPE WAS HIS UNCLE'S MURDERER!
AND SO SPIDER-MAN LEARNED HIS FIRST IMPORTANT LESSON: WITH GREAT POWER COMES GREAT RESPONSIBILITY!


IT ALL FITS NOW. THE MAN BEHIND THIS WASN'T MYSTERIO AT ALL!
UNCLE BEN'S KILLER HAS RETURNED!
BUT I'LL HUNT HIM DOWN NOW... JUST AS I HUNTED HIM DOWN THAT FIRST DAY MANY YEARS AGO!
ONLY THIS TIME I'LL MAKE SURE HE WILL NEVER RETURN AGAIN!
THAT, SPIDER-MAN SWEARS!

CHAPTER TWO

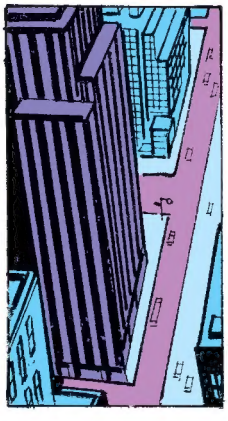
LESS SPIDER THAN MAN!

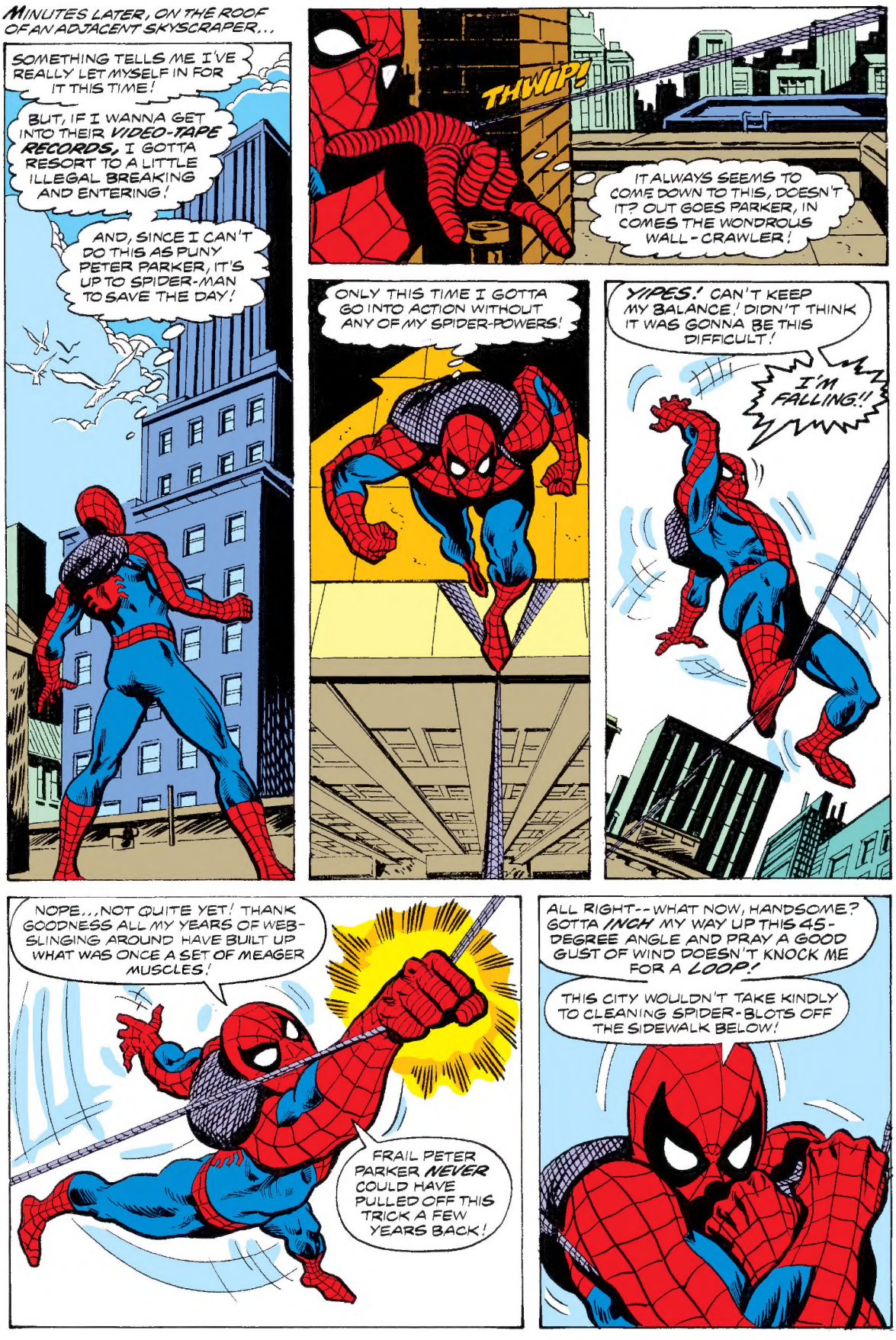
AND SO THE SEARCH BEGINS:

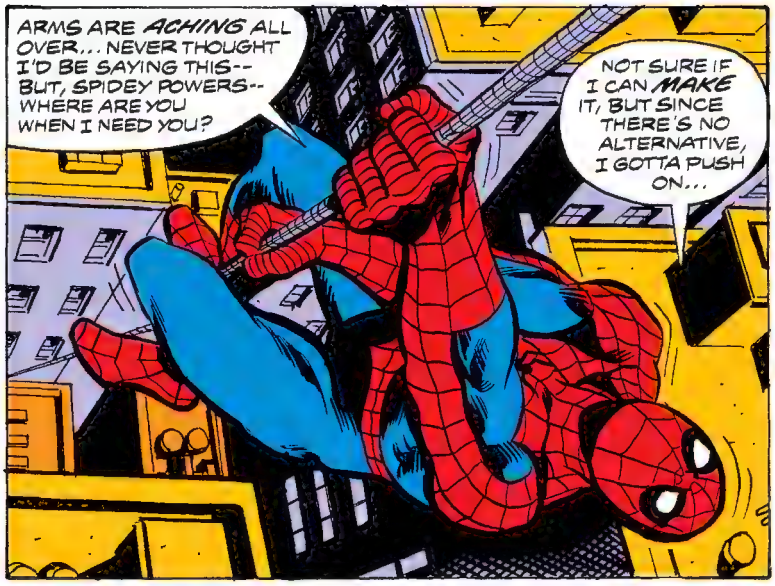
NEWSPAPER FILES ARE RIFLED THROUGH. INFORMATION GLEANED LEADS TO FURTHER QUESTIONS.

AND THOSE ANSWERS, WHEN FINALLY DISCOVERED, LEAD TO SO MANY MORE QUESTIONS.

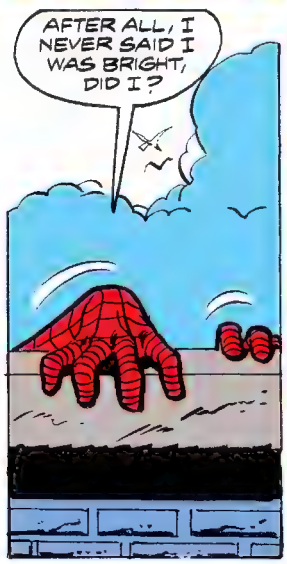
BUT SOON THE PAST IS PARTIALLY REVEALED TO THE PERPLEXED PETER PARKER...

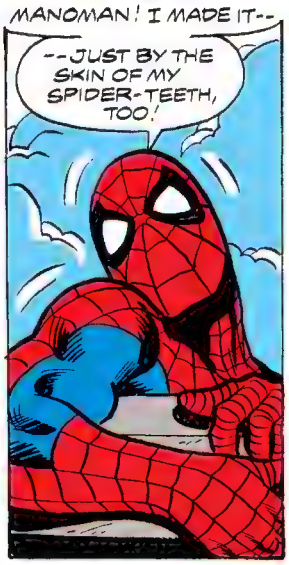


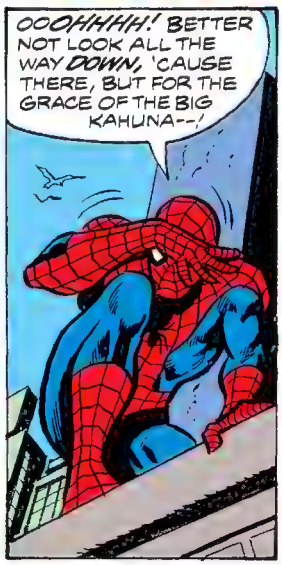

MINUTES LATER, ON THE ROOF OF AN ADJACENT SKYSCRAPER...
SOMETHING TELLS ME I'VE REALLY LET MYSELF IN FOR IT THIS TIME!
BUT, IF I WANNA GET INTO THEIR VIDEO-TAPE RECORDS, I GOTTA RESORT TO A LITTLE ILLEGAL BREAKING AND ENTERING!
AND, SINCE I CAN'T DO THIS AS PUNY PETER PARKER, IT'S UP TO SPIDER-MAN TO SAVE THE DAY!
THWIP!
IT ALWAYS SEEMS TO COME DOWN TO THIS, DOESN'T IT? OUT GOES PARKER, IN COMES THE WONDROUS WALL-CRAWLER!
ONLY THIS TIME I GOTTA GO INTO ACTION WITHOUT ANY OF MY SPIDER-POWERS!
YIPES! CAN'T KEEP MY BALANCE! DIDN'T THINK IT WAS GONNA BE THIS DIFFICULT!
I'M FALLING!!
NOPE...NOT QUITE YET! THANK GOODNESS ALL MY YEARS OF WEB-SLINGING AROUND HAVE BUILT UP WHAT WAS ONCE A SET OF MEAGER MUSCLES!
FRAIL PETER PARKER NEVER COULD HAVE PULLED OFF THIS TRICK A FEW YEARS BACK!
ALL RIGHT--WHAT NOW, HANDSOME? GOTTA INCH MY WAY UP THIS 45-DEGREE ANGLE AND PRAY A GOOD GUST OF WIND DOESN'T KNOCK ME FOR A LOOP!
THIS CITY WOULDN'T TAKE KINDLY TO CLEANING SPIDER-BLOTS OFF THE SIDEWALK BELOW!


ARMS ARE ACHING ALL OVER... NEVER THOUGHT I'D BE SAYING THIS-- BUT, SPIDEY POWERS-- WHERE ARE YOU WHEN I NEED YOU?
NOT SURE IF I CAN MAKE IT, BUT SINCE THERE'S NO ALTERNATIVE, I GOTTA PUSH ON...

...NO MATTER HOW MUCH PAIN I MAY BE IN!

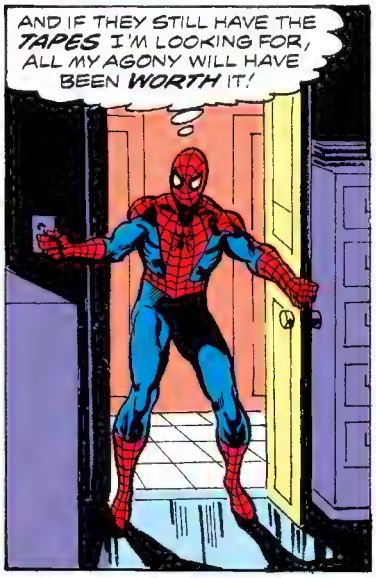

AFTER ALL, I NEVER SAID I WAS BRIGHT, DID I?

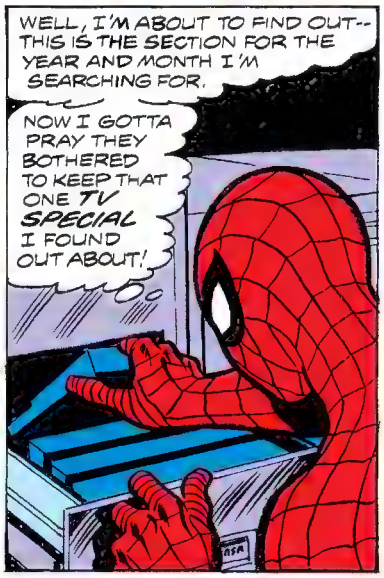

MANOMAN! I MADE IT--
--JUST BY THE SKIN OF MY SPIDER-TEETH, TOO!

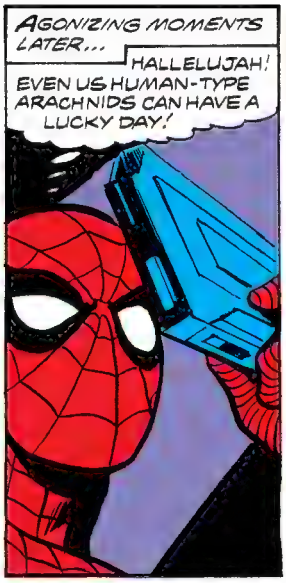

OOOHHHH! BETTER NOT LOOK ALL THE WAY DOWN, 'CAUSE THERE, BUT FOR THE GRACE OF THE BIG KAHUNA--!

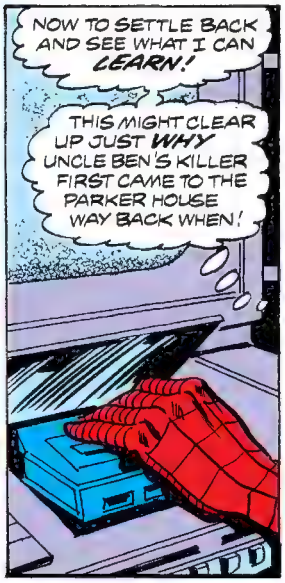
I THINK I'VE BEEN TAKING MY SPIDER-POWERS FOR GRANTED!

ONCE I COULD'A SCURRIED UP THIS BUILDING'S SIDE IN SECONDS INSTEAD OF HOURS!
AHHH... DIS MUST BE DE PLACE!
RECORDS ROOM


AND IF THEY STILL HAVE THE TAPES I'M LOOKING FOR, ALL MY AGONY WILL HAVE BEEN WORTH IT!

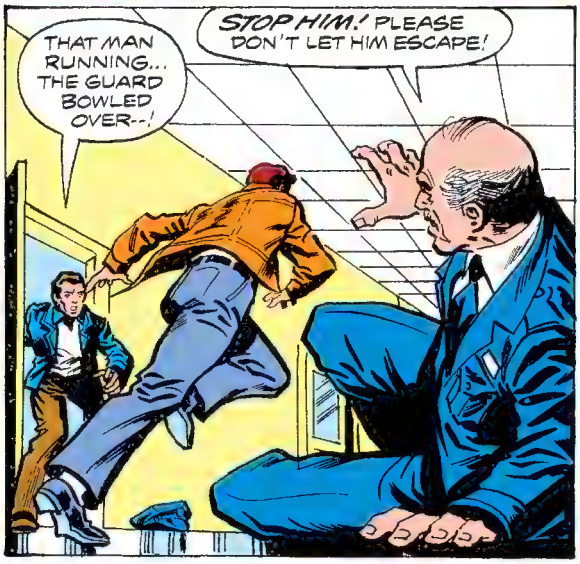

WELL, I'M ABOUT TO FIND OUT-- THIS IS THE SECTION FOR THE YEAR AND MONTH I'M SEARCHING FOR.
NOW I GOTTA PRAY THEY BOTHERED TO KEEP THAT ONE TV SPECIAL I FOUND OUT ABOUT!


AGONIZING MOMENTS LATER...
HALLELUJAH! EVEN US HUMAN-TYPE ARACHNIDS CAN HAVE A LUCKY DAY!


NOW TO SETTLE BACK AND SEE WHAT I CAN LEARN!
THIS MIGHT CLEAR UP JUST WHY UNCLE BEN'S KILLER FIRST CAME TO THE PARKER HOUSE WAY BACK WHEN!

WHOA... BETTER SWITCH TO PARKER FIRST--DON'T WANNA GET CAUGHT HERE AS A POWERLESS SPIDER-MAN...
IT MIGHT PROVE TOO EMBARRASSING IF THEY DECIDE TO PEEK UNDER MY MASK!

FOR MORE THAN TWENTY MINUTES THE VIDEO TAPE UNREELS AN ASTONISHING STORY. BUT THEN, SUDDENLY FROM THE OUTSIDE HALLWAY...
STOP! THIEF!
HUH? NOISES? WHAT'S GOIN' ON?


THAT MAN RUNNING... THE GUARD BOWLED OVER--!
STOP HIM! PLEASE DON'T LET HIM ESCAPE!

DON'T WORRY IT, OLD TIMER-- THIS CREEP ISN'T GOING ANYWHERE!
ARE YOU NOW, PRETTY BOY?
HEY! WHAT'TAYA DOIN'?

JUST EXERCISING A LITTLE CIVIC RESPONSIBILITY, PAL!
WHAKO!

YOU STOPPED HIM! HE'S BEEN SNATCHING PURSES HERE FOR MONTHS!
NOT ANY LONGER HE ISN'T!

THANK YOU, SON. THESE DAYS NOBODY WANTS TO GET INVOLVED!
DON'T MENTION IT... IT WAS--
WAITASEC-- HIS FACE!
OH, MY GOODNESS! IT'S HIM AGAIN!

AN EMBARRASSED PETER PARKER MAKES A HASTY RETREAT. AND THEN...
HE WAS THE SAME GUARD WHOSE PLEA FOR HELP I ONCE IGNORED!
IF I HAD HELPED HIM THEN, UNCLE BEN MIGHT NOT HAVE DIED!
NOW...THIS TIME WHEN HE NEEDED ME I DIDN'T THINK TWICE!
I GUESS I REALLY HAVE GROWN UP THESE PAST FEW YEARS!
ONCE I WAS ONLY CONCERNED WITH WHAT WAS IN IT FOR ME. BUT NOW--
HUH? MY DOOR'S BEEN JIMMIED OPEN!
YOU GOT IT RIGHT, PUNK. C'MON IN!
YOU?
YEAH, CREEPO--ME! I CAME BACK--AN' GUESS WHAT?
YOU'RE GONNA HELP ME, OR I'M GONNA DO TO YOU WHAT I DID TO YOUR INTERFERIN' UNCLE!
GET MY DRIFT... CREEP?

CHAPTER THREE

LET THE BURGLAR BEWARE!

HATRED BURNS IN PETER PARKER'S EYES. A QUIVERING LUMP GROWS WITHIN HIS THROBBING THROAT. HIS SINEWY MUSCLES BUNCH AND TENSE...

THEN, LIKE A TIGHTLY WOUND COIL, HE SPRINGS FORWARD IN ONE SAVAGE LEAP...

YOU KILLER! YOU FILTHY, MURDERING KILLER!

I'M GONNA MAKE YOU PAY FOR WHAT YOU'VE DONE!

WHAA!?!

SO SUDDEN AND FEROCIOUS IS PARKER'S ATTACK THAT THE STARTLED BURGLAR HAS NO TIME TO REACT.

THE YOUTH IS A WILD ANIMAL WHO THRASHES HIS HAPLESS VICTIM WITHOUT MERCY...

TO PETER, THIS IS THE MAN WHO INSTIGATED ALL THE TRIALS AND TEARS THAT HE HAS SUFFERED ALL THESE MANY YEARS...

YOU KILLED MY UNCLE BEN!

YOU MURDERED MY AUNT MAY!

AND NOW YOU'RE AFTER ME!

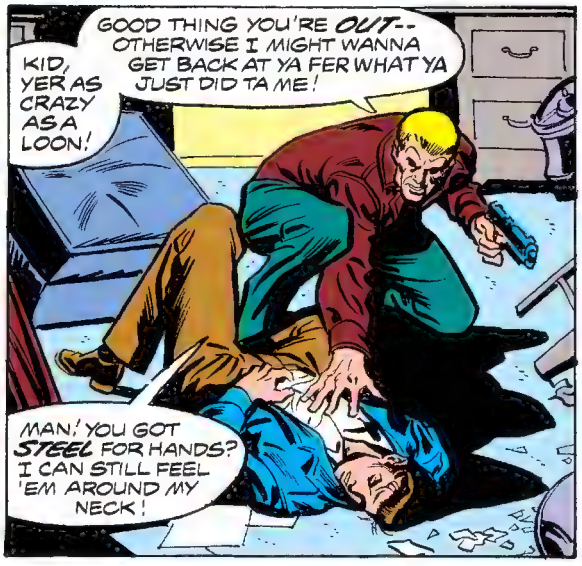
BUT THIS TIME, MISTER--YOU'RE NOT TAKING ON SOME HELPLESS SENIOR CITIZEN!

THIS TIME, CREEP, YOU'RE OUTTA YOUR LEAGUE!

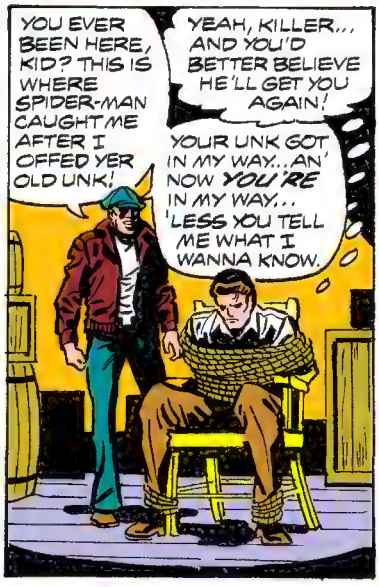
BTHAM!

YOU'LL NEVER KILL AGAIN, YOU FILTH!
SO HELP ME, YOU'LL NEVER DO ANYTHING AGAIN!
YER CHOKIN' ME! STOP IT! STOP IT!
M-MY PIECE!

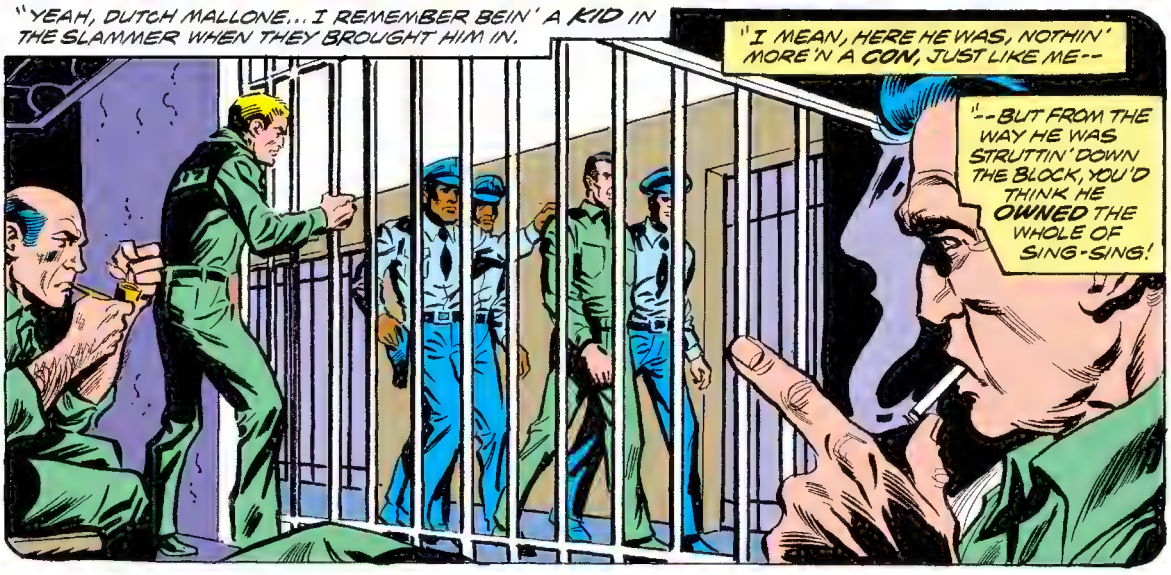
WHAKKO!
NOOOO...


GOOD THING YOU'RE OUT-- OTHERWISE I MIGHT WANNA GET BACK AT YA FER WHAT YA JUST DID TA ME!
KID, YER AS CRAZY AS A LOON!
MAN! YOU GOT STEEL FOR HANDS? I CAN STILL FEEL 'EM AROUND MY NECK!

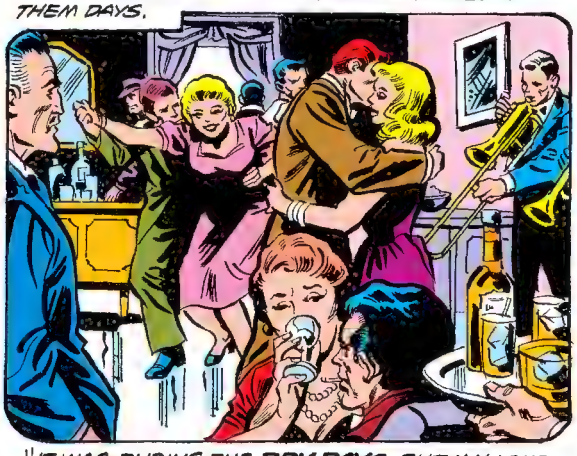
FOR PETER PARKER, ALL IS BLACK. BUT THEN THE DARKNESS TURNS TO HAZY GRAY AND FINALLY TO BRIGHT COLOR. IT IS THEN THAT PARKER REALIZES HE IS NO LONGER IN HIS CHELSEA STREET APARTMENT...
... BUT IN A DARKENED WAREHOUSE THAT IS ALL-TOO FAMILIAR!
YER AWAKE AT LAST, CREEP? I WAS STARTIN' TA THINK I SKRAGGED YA!


YOU EVER BEEN HERE, KID? THIS IS WHERE SPIDER-MAN CAUGHT ME AFTER I OFFED YER OLD UNK!
YEAH, KILLER... AND YOU'D BETTER BELIEVE HE'LL GET YOU AGAIN!
YOUR UNK GOT IN MY WAY...AN' NOW YOU'RE IN MY WAY... 'LESS YOU TELL ME WHAT I WANNA KNOW.

YOU MEAN THE TREASURE BURIED IN THE PARKER HOME?
SO YOU KNOW ABOUT THAT, EH? THEN YOUR OLD BIDDY AUNT'S BEEN HOLDIN' BACK ALL THIS TIME!



"MALLONE LIVED IN THAT OLD HOUSE BACK IN THE THIRTIES... THAT JOINT REALLY HOPPED IN THEM DAYS.



"IT WAS DURING THE DRY DAYS, BUT MALLONE HAD ALL THE CANADIAN HOOTCH HE WANTED... HE WAS BOOTLEGGIN' THE STUFF... AN' HAVIN' PARTIES EVERY NIGHT TA TOP IT OFF.

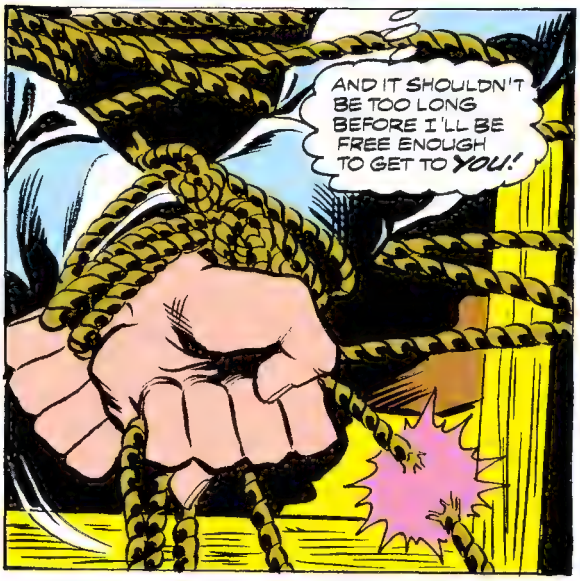
MALLONE THOUGHT HE HAD IT MADE, BUT HE FORGOT, THE ONLY WAY YOU GET RICH IN THE RACKETS IS BY STEPPIN' OVER SOMEONE ELSE.
ONE OF HIS STEPPIN' STONES YAKKED TO THE FEDS!

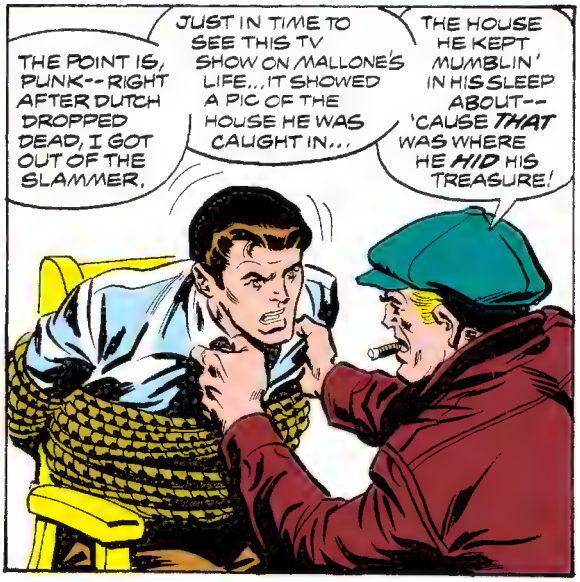
"THE NEXT THING DUTCH KNEW, HE WAS SURROUNDED BY TREASURY AGENTS LED BY THAT BOOZE-BUSTER, ELIOT NESS!
POLICE

NESS GOT MALLONE ON A TAX RAP, JUST LIKE CAPONE... BUT NOBODY EVER FOUND THE BUCKS MALLONE WAS SUPPOSED TO HAVE STASHED!
DUTCH, HE GOT KICKED FROM SLAMMER TO SLAMMER, AN' JUST BEFORE HE FINALLY CROAKED A FEW YEARS BACK, HE WAS PUT IN MY CELL.

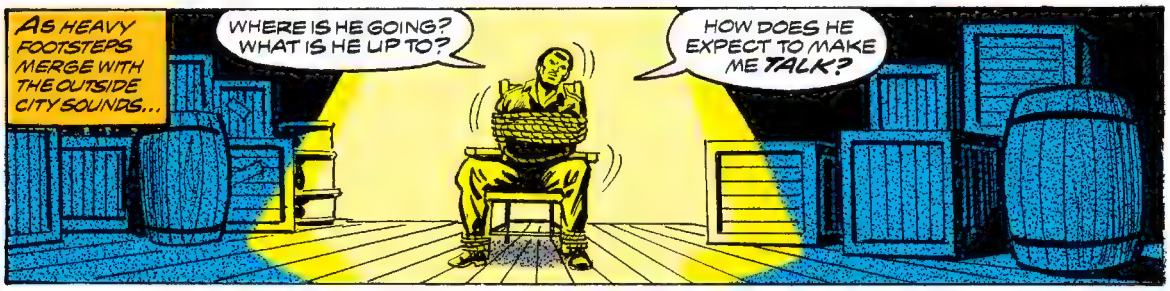
I GOT THIS PROBLEM, KID... INSOMNIA! I CAN'T SLEEP... SO HALF THE NIGHT I'M AWAKE... AN' I WAS LISTENIN' TO MALLONE TALK IN HIS SLEEP.

FRANKLY, JERK, I DOUBT IF HE WAS AS BORING AS YOU ARE...
IF THERE'S A POINT TO YOUR FAIRY TALE, GET TO IT!


AND IT SHOULDN'T BE TOO LONG BEFORE I'LL BE FREE ENOUGH TO GET TO YOU!


THE POINT IS, PUNK--RIGHT AFTER DUTCH DROPPED DEAD, I GOT OUT OF THE SLAMMER.
JUST IN TIME TO SEE THIS TV SHOW ON MALLONE'S LIFE... IT SHOWED A PIC OF THE HOUSE HE WAS CAUGHT IN...
THE HOUSE HE KEPT MUMBLIN' IN HIS SLEEP ABOUT--'CAUSE THAT WAS WHERE HE HID HIS TREASURE!

SO THE POINT, PUNK--IS AFTER I FOUND OUT WHERE THAT HOUSE WAS, I BROKE INTO IT LOOKIN' FOR THE TREASURE.
THE POINT, PUNK, IS THAT YOUR STUPID UNCLE GOT IN MY WAY.
AND THE POINT, PUNK, IS THAT I KILLED 'IM, JUST LIKE I'LL KILL YOU IF YOU DON'T TELL ME WHERE DUTCH MALLONE'S TREASURE IS HIDDEN!
JUST LIKE YOU KILLED MY AUNT FOR NOT TELLING YOU?
THAT OLD BROAD? HAH! I DIDN'T DO NOTHIN' TO HER... THAT WAS RINEHART, OR MYSTERIO'S, DOIN'...
DON'T KNOW HOW HE PULLED OFF THAT TRICK.
NOT THAT IT MATTERS NONE.
YOU JUST BETTER TALK, AND NOW!
LIKE HELL I WILL!
ALL RIGHT, KID... IF THAT'S THE WAY YOU WANT IT-- FINE WITH ME.
TWO MORE HITS AREN'T GONNA BOTHER ME NONE.
EXCEPT... I JUST GOT THIS IDEA.
I KNOW WHAT'S GONNA MAKE YOU TALK.
SNAP!
SO YOU STAY HERE NICE AND COMFY-- 'CAUSE I'LL BE BACK--
AN' WHEN I DO, CREEP--
--IT'LL BE ALL OVER FOR YOU!


AS HEAVY FOOTSTEPS MERGE WITH THE OUTSIDE CITY SOUNDS...
WHERE IS HE GOING? WHAT IS HE UP TO?
HOW DOES HE EXPECT TO MAKE ME TALK?

NOT THAT I KNOW WHERE THE TREASURE IS-- I WAS JUST FISHING FOR MORE INFO...
AND RIGHT ABOUT NOW, I'VE GOT ALL THAT I NEED!

I'VE WORKED THESE FRAYED ROPES LONG ENOUGH!

I'M FED UP WITH BEING TIED DOWN!
FRANKLY, I'M JUST ABOUT FED UP WITH MOST EVERY-THING!

SO, BELIEVE ME, BROTHER--WHEN SPIDER-MAN GETS MAD--
NOTHING GETS IN MY WAY!

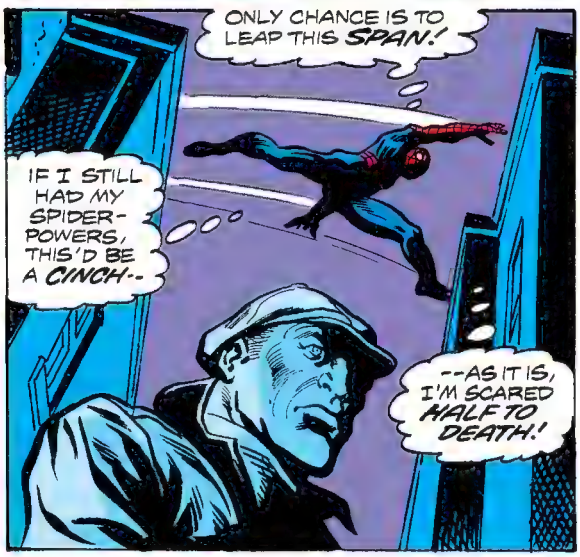
CHAPTER FOUR

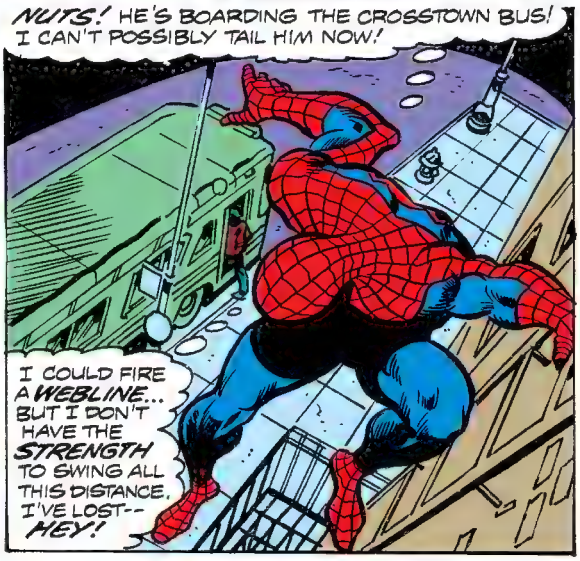
MURDER MOST FOUL!

SPIDER-MAN IS A GRIM SHADOW SLIDING SMOOTHLY THROUGH THE NIGHT; HIS DARK, ANGRY EYES NEVER LEAVE THE STOCKY FIGURE DARTING FROM ALLEYWAY TO ALLEYWAY...

WHATEVER WINDING PATH HIS HATED PREY TAKES, SPIDER-MAN FOLLOWS.

UH-OH... HE'S HEADING ACROSS THE STREET... NO TIME TO CLAMBER DOWN FROM THIS ROOFTOP BEFORE HE DISAPPEARS.





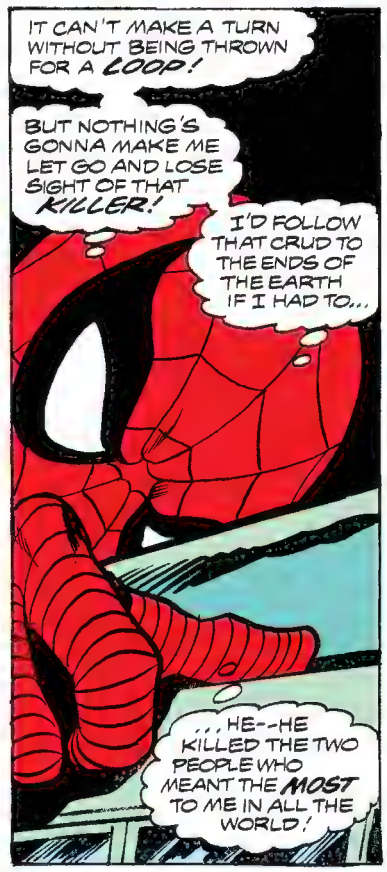
MAYBE MY LOUSY LUCK IS BEGINNING TO CHANGE! THE STREET-LIGHT'S TURNED RED!
JUST MIGHT GIVE ME ENOUGH TIME TO--

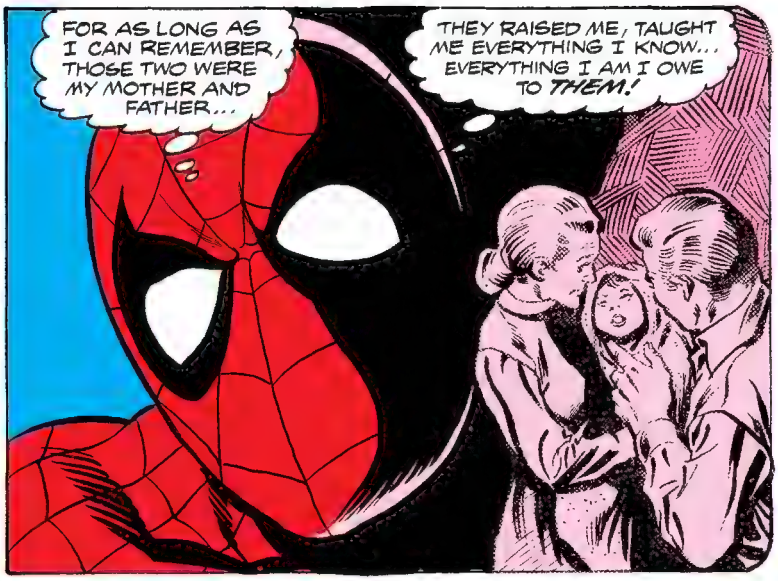
OH NO! THE BLASTED BUS IS PULLING OUT!
C'MON, PARKER--PUMP THOSE LEGS! YOU GOTTA MAKE IT!

FRANTICALLY, THE WEB-SLINGER LUNGES FORWARD, ADRENALINE PUSHING HIM FASTER AND FASTER, AND THEN, FINALLY...
MANOMAN! I FEEL LIKE I'VE RIPPED OPEN EVERY LIGAMENT IN MY LEG!

HEY, PAUL-- LOOK AT THAT! IT'S SPIDER-MAN!
BUT WHAT'S HE DOIN' HITCHING ON A BUS?
I WISH I KNEW, MICHAEL! I THOUGHT HE HOPPED AROUND TOWN ON SILLY STRING OR SOMETHIN'!

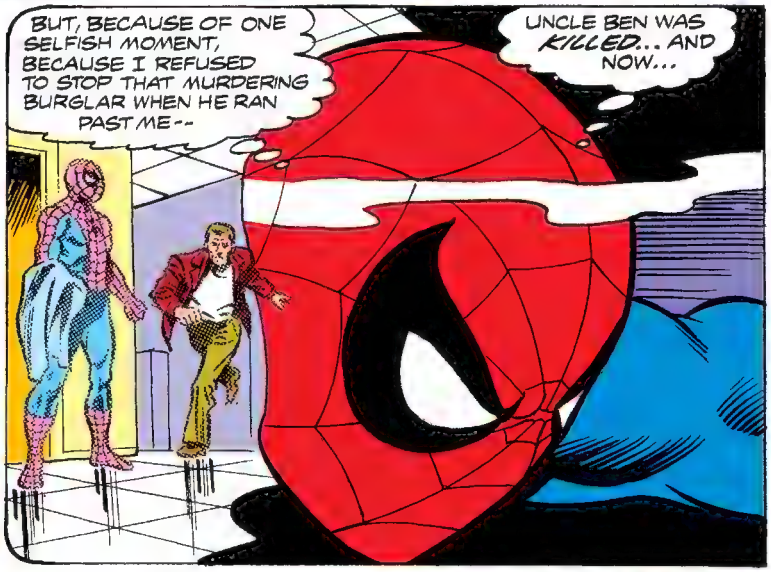
I'VE DEFINITELY BEEN TAKING MY SPIDER-POWERS FOR GRANTED!
WITHOUT 'EM, IT'S SHEER MURDER TRYIN' TO STAY PINNED TO THIS BUS!
JAMAICA BL


IT CAN'T MAKE A TURN WITHOUT BEING THROWN FOR A LOOP!
BUT NOTHING'S GONNA MAKE ME LET GO AND LOSE SIGHT OF THAT KILLER!
I'D FOLLOW THAT CRUD TO THE ENDS OF THE EARTH IF I HAD TO...
...HE--HE KILLED THE TWO PEOPLE WHO MEANT THE MOST TO ME IN ALL THE WORLD!


FOR AS LONG AS I CAN REMEMBER, THOSE TWO WERE MY MOTHER AND FATHER...
THEY RAISED ME, TAUGHT ME EVERYTHING I KNOW... EVERYTHING I AM I OWE TO THEM!

"MAYBE MY REAL PARENTS WERE DEAD, BUT NEVER ONCE DID I FEEL LONELY OR THAT I WAS MISSING ANYTHING.

"THEY GAVE ME ALL THE LOVE ANY REAL PARENTS COULD GIVE... HECK, THEY WERE MY PARENTS--

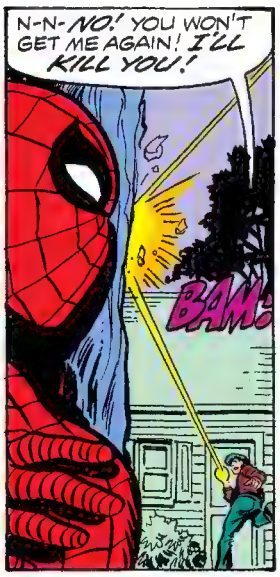

BUT, BECAUSE OF ONE SELFISH MOMENT, BECAUSE I REFUSED TO STOP THAT MURDERING BURGLAR WHEN HE RAN PAST ME--
UNCLE BEN WAS KILLED... AND NOW...

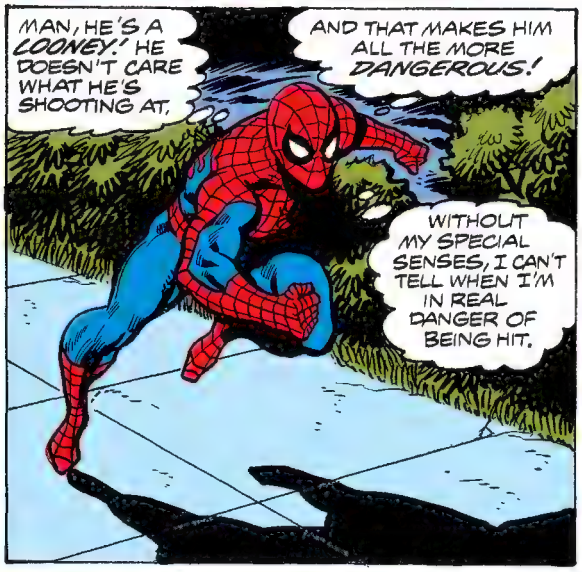
HOLD IT... HE'S GETTING OFF THE BUS...
AND WHATTAYA KNOW... THE CRIMINAL RETURNS TO THE SCENE OF THE CRIME.
RESTWELL NURSING HOME
RESTWELL NURSING HOME... WHERE AUNT MAY WAS RECUPERATING BEFORE--BEFORE...

WHY CAN'T I SAY IT? WHY CAN'T I ACCEPT THAT SHE'S DEAD? WHY?
WELL, I'M ABOUT TO FIND OUT-- RIGHT NOW!

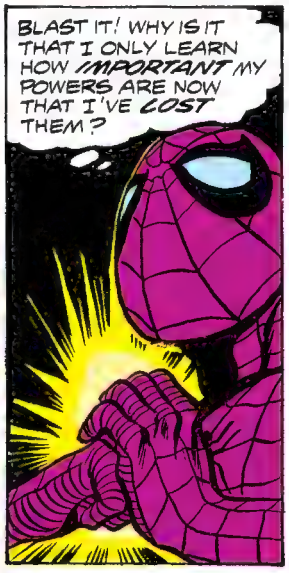
GOING SOME-WHERE, KILLER?
SP-SPIDER-MAN? WH-WHAT ARE YOU HERE FOR?

WHY DO YOU ALWAYS HOUND ME?
GET AWAY FROM ME, BLAST YOU!
BAM!
SORRY, BRIGHT-EYES, BUT I WANT YOU...
I WANT YOU REAL BAD!


N-N-NO! YOU WON'T GET ME AGAIN! I'LL KILL YOU!
BAM!

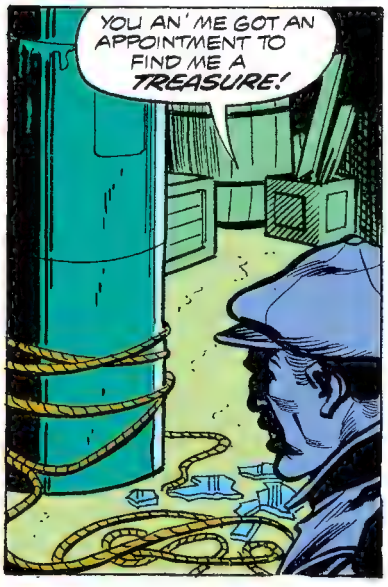

MAN, HE'S A LOONEY! HE DOESN'T CARE WHAT HE'S SHOOTING AT.
AND THAT MAKES HIM ALL THE MORE DANGEROUS!
WITHOUT MY SPECIAL SENSES, I CAN'T TELL WHEN I'M IN REAL DANGER OF BEING HIT.

OKAYYY... NOW WHERE DID THAT KILLER RUN OFF TO?
HE'S GONE!


BLAST IT! WHY IS IT THAT I ONLY LEARN HOW IMPORTANT MY POWERS ARE NOW THAT I'VE LOST THEM?

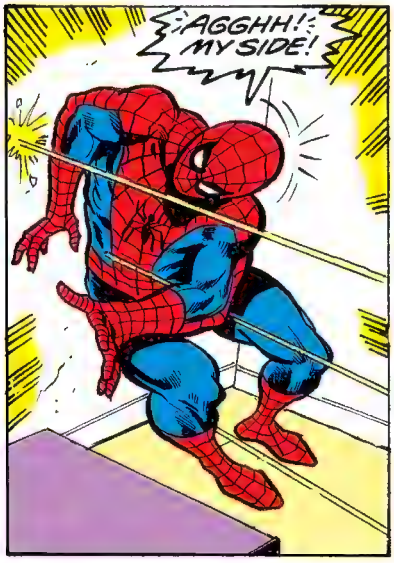
MEANWHILE, DIRECTLY BELOW THE WANDERING WEB-SLINGER...
WHY'S SPIDER-MAN AFTER ME AGAIN? MAYBE HE KNOWS THE PARKER KID?
IF THAT'S THE CASE, I'D BETTER GET BACK TO THAT PUNK, AN' FAST.

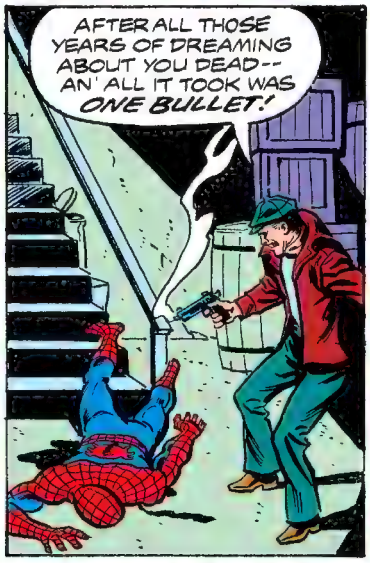
C'MON... C'MON! GET UP!
WE'RE GOIN' FOR A LITTLE RIDE!

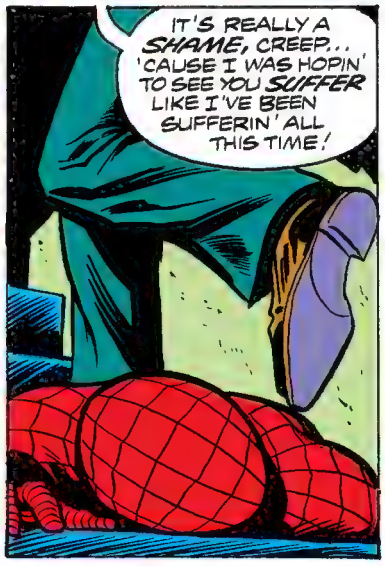

YOU AN' ME GOT AN APPOINTMENT TO FIND ME A TREASURE!

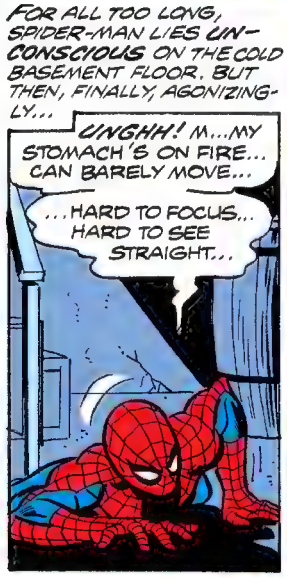
SUDDENLY, FROM UP ABOVE...
Y-YOU FOUND ME!
IT DIDN'T TAKE LONG TO FIGGER OUT WHERE A RAT LIKE YOU WOULD BE HIDING!
HEY! YOU GOT THAT... AND ON YOUR FIRST GUESS, TOO!
WHOK!
MAYBE I'VE UNDERESTIMATED YOU, JERK!
ALL ALONG I DIDN'T THINK YOU HAD THE BRAINS OF A CACTUS!
NOW MAYBE I THINK YOU DO!

I DON'T NEED TO THINK, CREEP! NOT WHEN I GOT MY GUN!
YOU PUT ME AWAY ONCE... BUT NOW I'M GONNA PUT YOU AWAY--
BAM!
--PERMANENT!

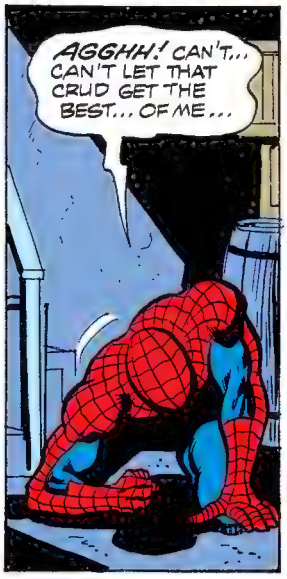

AGGHH! MY SIDE!


AFTER ALL THOSE YEARS OF DREAMING ABOUT YOU DEAD-- AN' ALL IT TOOK WAS ONE BULLET!


IT'S REALLY A SHAME, CREEP... 'CAUSE I WAS HOPIN' TO SEE YOU SUFFER LIKE I'VE BEEN SUFFERIN' ALL THIS TIME!


FOR ALL TOO LONG, SPIDER-MAN LIES UNCONSCIOUS ON THE COLD BASEMENT FLOOR. BUT THEN, FINALLY, AGONIZINGLY...
UNGHH! M...MY STOMACH'S ON FIRE... CAN BARELY MOVE...
...HARD TO FOCUS... HARD TO SEE STRAIGHT...

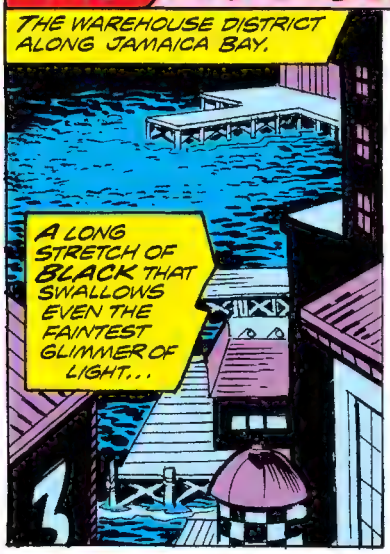
B-BUT I'M ALIVE... IF JUST... BARELY...
...AND IF I'M ALIVE... I... I GOT A JOB TO DO...


AGGHH! CAN'T... CAN'T LET THAT CRUD GET THE BEST... OF ME...

...MORE THAN EVER... I... WANT... THAT KILLER...
...AND... GASP... I WANT TO... MAKE HIM... PAY!

CHAPTER FIVE

THE FINAL CONFRONTATION!



AN' IF YOU DON'T START TALKIN'--

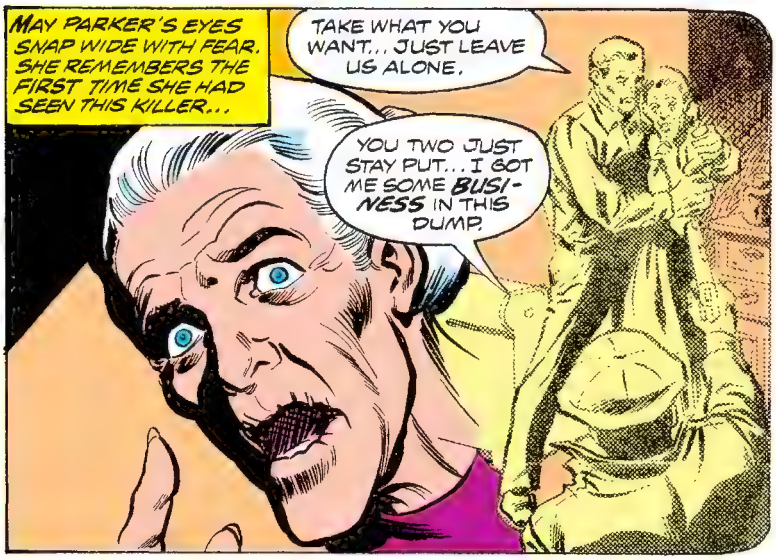
--SHE'S JUST GONNA BE DYIN'-- PERMANENT!

PETER? PETER? ARE YOU REALLY HERE?

HEY! WHERE ARE YOU, PARKER? AHHH, YOU BROKE FREE, NOW DID YOU?
BUT I GOT A HUNCH YOU'RE STILL HIDIN' HERE SOMEWHERE...
BETTER COME OUT, PUNK--'CAUSE I GOT YOUR OLD AUNT MAY HERE--AND THERE'S NO TELLIN' WHAT I MIGHT DO IF I GET REAL ANGRY!

WH-WHERE'S MY PETER? YOU SAID HE'D BE HERE.
WHAT HAVE YOU DONE WITH HIM?
I'LL FIND HIM, LADY... DON'T YOU WORRY NONE.

AN' WHEN I'M DONE WITH 'IM, I'LL SKRAG 'IM, JUST LIKE I DID YOUR OLD MAN!

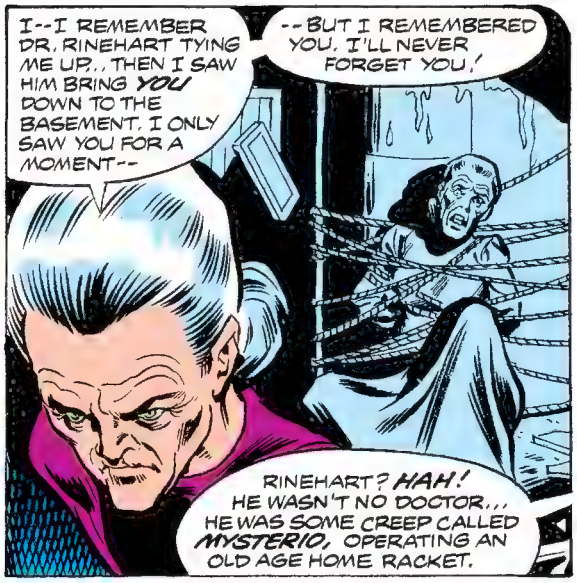

MAY PARKER'S EYES SNAP WIDE WITH FEAR. SHE REMEMBERS THE FIRST TIME SHE HAD SEEN THIS KILLER...
TAKE WHAT YOU WANT... JUST LEAVE US ALONE.
YOU TWO JUST STAY PUT... I GOT ME SOME BUSINESS IN THIS DUMP.

THAT'S REAL NICE, OLD MAN... BUT WHAT I WANT IS SOMEONE TO SHOW ME AROUND... HEY, GET OVER HERE, LADY!
TAKE YOUR FILTHY HANDS OFF MY WIFE! DON'T DARE TOUCH HER!

MAY PARKER CAN STILL REMEMBER THAT SUDDEN MOMENT OF HORROR AS BEN REACHED TOWARD THE FRIGHTENED BURGLAR...
G-GET YOUR HANDS OFF ME, YOU OLD FOOL!
BEN!
BLAM!

H-HE RAN OFF, BEN... YOU'LL BE ALL RIGHT. I'LL CALL FOR AN AMBULANCE.
...N...NO TIME... MAY--CHOKE--IT'S TOO LATE... MAY... PLEASE TAKE CARE OF... YOURSELF... BE STRONG, MAY... FOR YOURSELF... FOR PETER... FOR ME--CHOKE...
NO, BEN--YOU'LL BE ALL RIGHT. YOU HAVE TO BE!
...MAY, PLEASE DON'T EVER FORGET... I--CHOKE--I LOVE YOU!!
BEN! MY LORD--BEN!!

ONE SINGLE MOMENT THAT HAS HAUNTED MAY PARKER EVERY NIGHT FOR YEARS...
WHY DID YOU COME BACK? HAVEN'T YOU HURT US ENOUGH?
YOU DON'T KNOW, DO YOU? NOT ALL THE TIME YOU WERE TIED UP DOWN THERE?


I--I REMEMBER DR. RINEHART TYING ME UP... THEN I SAW HIM BRING YOU DOWN TO THE BASEMENT. I ONLY SAW YOU FOR A MOMENT--
--BUT I REMEMBERED YOU. I'LL NEVER FORGET YOU.'
RINEHART? HAH! HE WASN'T NO DOCTOR... HE WAS SOME CREEP CALLED MYSTERIO, OPERATING AN OLD AGE HOME RACKET.

BUT I DIDN'T KNOW THAT WHEN I TOLD 'IM ABOUT YOU AN' THE TREASURE-- FIGGERIN' I'D KNOCK 'IM OFF AFTER HE HELPED ME GET YOU TO TALK.
ONLY WE NOTICED YOUR STUPID NEPHEW VISITED YOU EVERY DAY-- SO WE HADDA GET RIDDA HIM.

"RINEHART, OR MYSTERIO, DID SOMETHIN' TO MAKE IT LOOK LIKE YOU WAS DEAD...AND YER KID BOUGHT THE GOODS!

WELL, SPIDER-MAN GOT RID OF RINEHART, NOW ONLY I'M LEFT --AN' I STILL WANT THE TREASURE DUTCH MALLONE BURIED IN YOUR HOUSE--

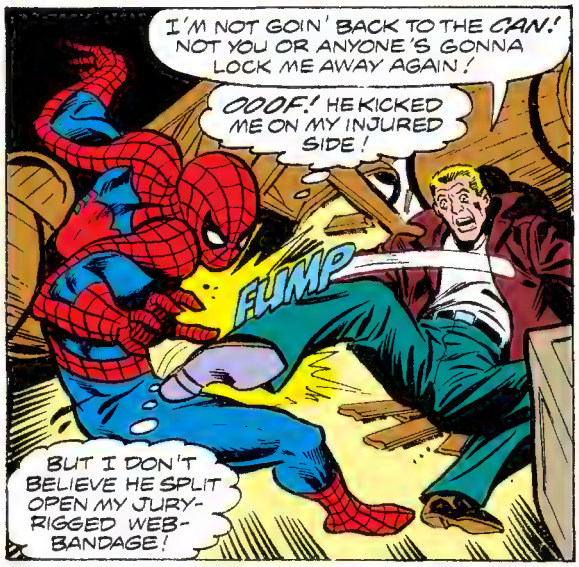
--AND YOU, LADY--YOU'RE GONNA FIND IT FOR ME... OR BOTH YOU AN' YOUR KID ARE DEAD MEAT!

FORGET IT, PUNK. YOUR KILLING DAYS ARE OVER!
WHAT?
YOU?

SURPRISED TO SEE ME, PUNK?
NOT HALF SO SURPRISED AS YOU'RE GOING TO BE!
B-BUT YOU'RE DEAD! I KILLED YOU MYSELF!

YOU SHOT ME... YOU DIDN'T KILL ME! THERE'S A DIFFERENCE!
AND YOU'RE GOING TO BE VERY SORRY FOR MAKING THAT MISTAKE!
WHUMP!

N-NO! YOU AIN'T GONNA DO NOTHIN' TO ME, CREEP!
I KILLED YOU ONCE--YOU'RE GONNA STAY DEAD!
THROK!


I'M NOT GOIN' BACK TO THE CAN! NOT YOU OR ANYONE'S GONNA LOCK ME AWAY AGAIN!
OOOF! HE KICKED ME ON MY INJURED SIDE!
FUMP
BUT I DON'T BELIEVE HE SPLIT OPEN MY JURY-RIGGED WEB-BANDAGE!

SP-SPIDER-MAN? Y-YOU TOO? YOU'RE GOING TO HURT ME?
NUTS! I KNEW SEEING ME WOULD EXCITE HER--SHE'S ALWAYS FEARED SPIDER-MAN!
I'VE GOT TO FIND A WAY TO CALM HER DOWN!
NO, MRS. PARKER--YOUR NEPHEW PETER CALLED ME...HE'S MY FRIEND--HE ASKED ME TO HELP YOU!

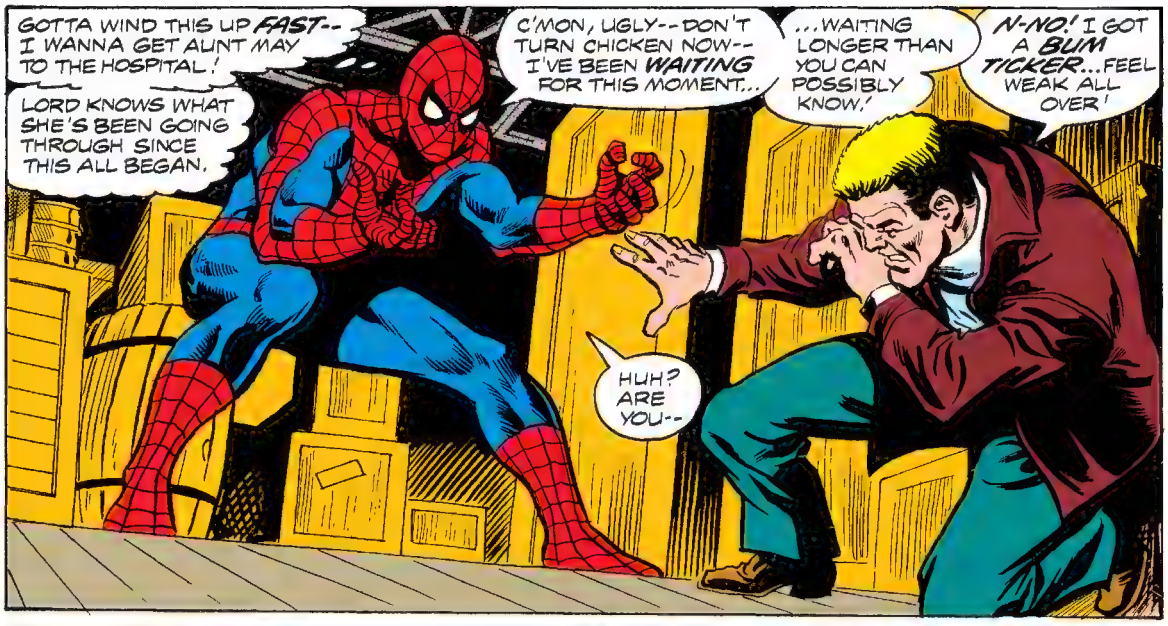
B-BUT YOUR MASK... THAT COSTUME--
I WANT TO BE YOUR FRIEND, MRS. PARKER... SO PLEASE... FOR YOUR SAKE... FOR PETER'S SAKE--TRUST ME!
IT'S MORE IMPORTANT THAN YOU CAN POSSIBLY REALIZE--BUT I NEED YOU TO TRUST ME!

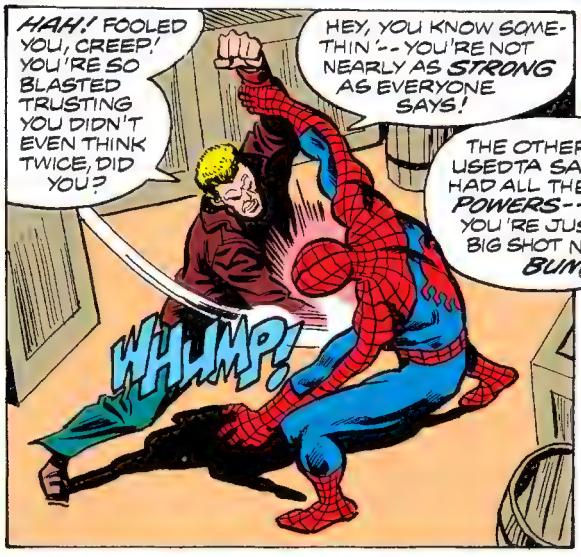
HE AIN'T GONNA BE AROUND MUCH LONGER!
DON'T BOTHER LISSENIN' TO THAT COSTUMED CREEP, LADY--HE AIN'T IN NO POSITION TO HELP NO ONE!
BAM!
BLAM!
HE KEEPS SHOOTING, BUT HE'S SCARED STIFF!
IF I CAN KEEP HIM OFF GUARD, MAYBE HE WON'T REALIZE I'M NOT NEARLY THE WONDROUS WEB-SLINGER I USED TO BE!

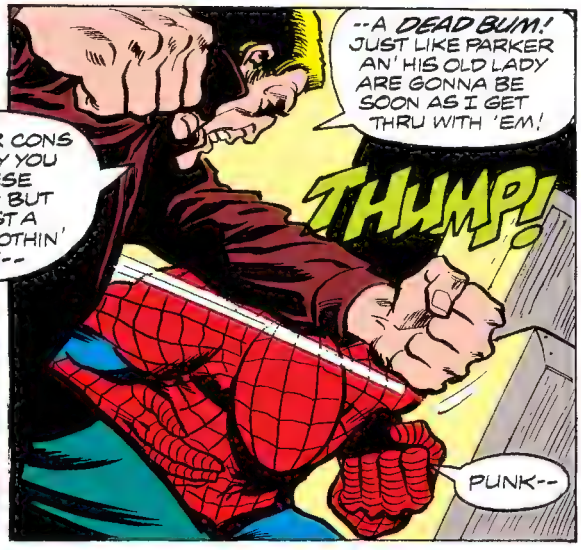
GOOD SHOOTING, UGLY--SO FAR YOU'VE WIPED OUT HALF A WALL AND TWO FLOORBOARDS!
WANNA TRY FOR THE STAIRS NEXT?
BAM!
HOLD STILL, BLAST YOU!

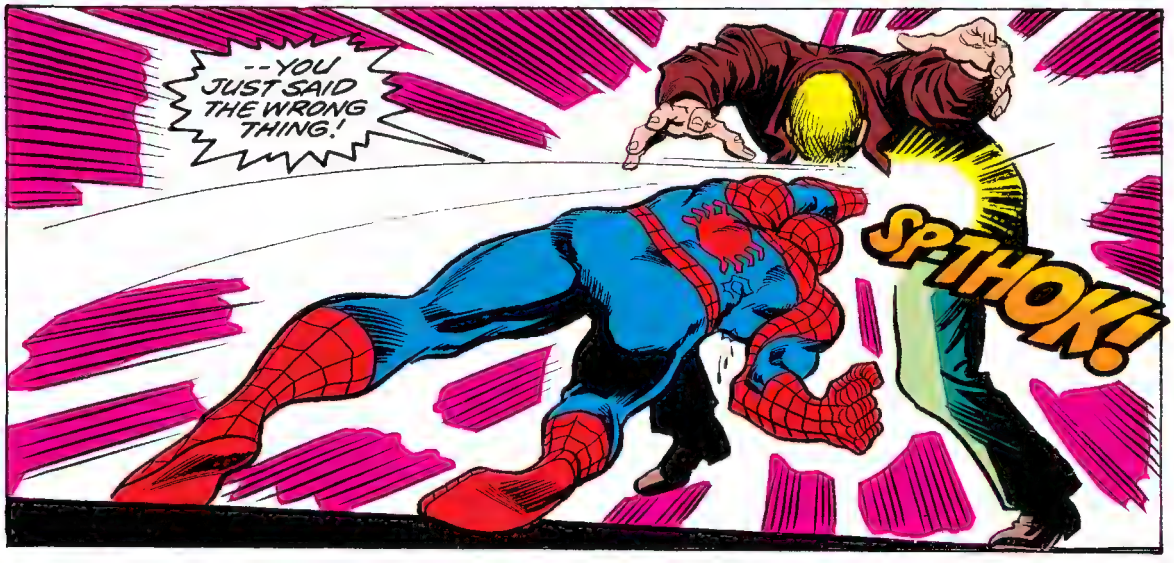
AND MAKE YOUR JOB EASY?
SHAME, SHAME, KILLER--DON'T YOU KNOW YOU GOTTA WORK AT IT TO MAKE GOOD THESE DAYS?
YOU CAN'T BECOME KING OF THE HILL JUST BY THREATENING HELPLESS OLD LADIES!
THOK!
YOU GOTTA TAKE ON THE BIG GUYS--LIKE ME!

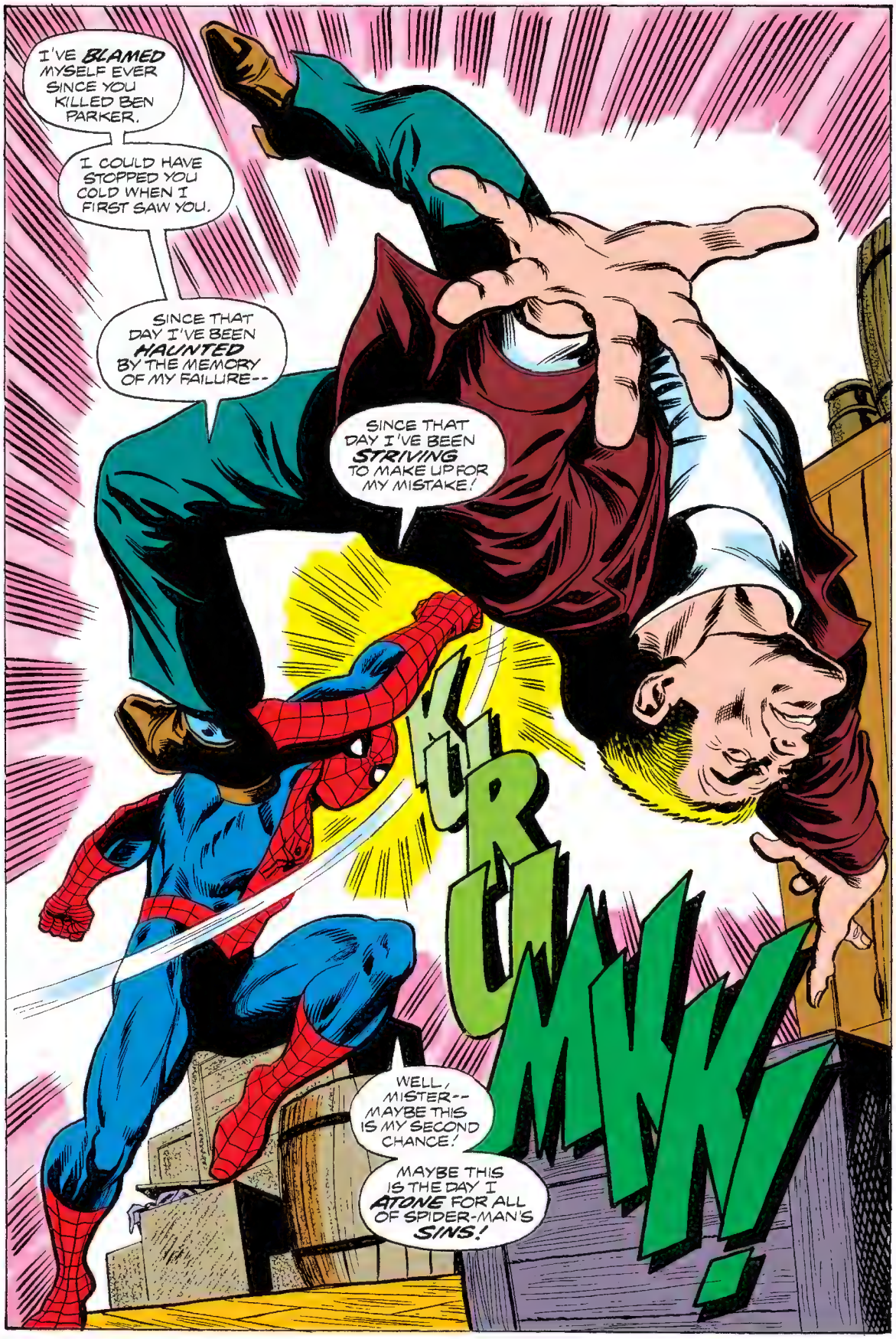
NOT THAT YOU'RE HAVING MUCH SUCCESS, I SEE.
WHEN IT COMES TO TAKING ON SOMEONE YOUR OWN SIZE, YOU'RE REALLY PATHETIC!
SPIK!
IF I WAS UP TO FULL STRENGTH, THIS FIGHT WOULD'VE BEEN OVER LONG AGO!
BUT I'M ONLY STARTING TO FEEL MYSTERIO'S DEPRESSANT WEARING OFF!


GOTTA WIND THIS UP FAST-- I WANNA GET AUNT MAY TO THE HOSPITAL!
LORD KNOWS WHAT SHE'S BEEN GOING THROUGH SINCE THIS ALL BEGAN.
C'MON, UGLY--DON'T TURN CHICKEN NOW-- I'VE BEEN WAITING FOR THIS MOMENT...
...WAITING LONGER THAN YOU CAN POSSIBLY KNOW!
N-NO! I GOT A BUM TICKER...FEEL WEAK ALL OVER!
HUH? ARE YOU--


HAH! FOOLED YOU, CREEP! YOU'RE SO BLASTED TRUSTING YOU DIDN'T EVEN THINK TWICE, DID YOU?
HEY, YOU KNOW SOMETHIN'--YOU'RE NOT NEARLY AS STRONG AS EVERYONE SAYS!
THE OTHER CONS USEDTA SAY YOU HAD ALL THESE POWERS--BUT YOU'RE JUST A BIG SHOT NOTHIN' BUM--
WHUMP!

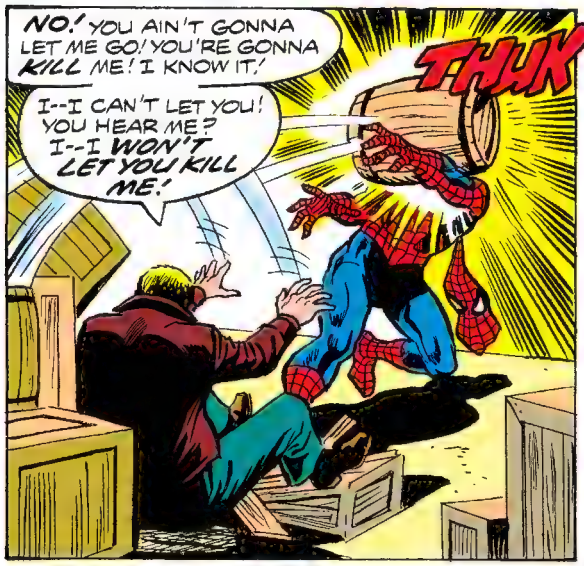

--A DEAD BUM! JUST LIKE PARKER AN' HIS OLD LADY ARE GONNA BE SOON AS I GET THRU WITH 'EM!
THUMP!
PUNK--


--YOU JUST SAID THE WRONG THING!
SP-THOK!


I'VE BLAMED MYSELF EVER SINCE YOU KILLED BEN PARKER.
I COULD HAVE STOPPED YOU COLD WHEN I FIRST SAW YOU.
SINCE THAT DAY I'VE BEEN HAUNTED BY THE MEMORY OF MY FAILURE--
SINCE THAT DAY I'VE BEEN STRIVING TO MAKE UP FOR MY MISTAKE!
KURUMMM!
WELL, MISTER-- MAYBE THIS IS MY SECOND CHANCE!
MAYBE THIS IS THE DAY I ATONE FOR ALL OF SPIDER-MAN'S SINS!

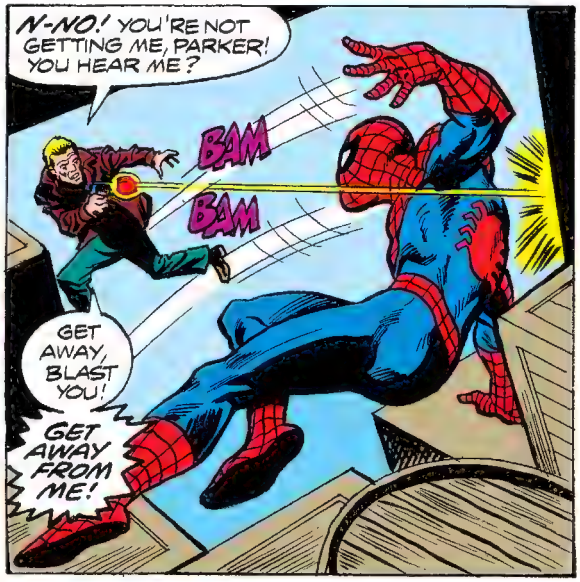
C'MON! GET UP SO I CAN KNOCK YOU DOWN AGAIN!
THEN I'M TAKING YOU IN, AND--
WHY ARE YOU DOING THIS? WHAT DO YOU CARE ABOUT PARKER?

YOU REALLY WANNA KNOW, CREEP? ALL RIGHT--TAKE A LOOK!
I CARE BECAUSE BEN PARKER WAS MY UNCLE!
Y-YOU? P-PARKER?


NO! YOU AIN'T GONNA LET ME GO! YOU'RE GONNA KILL ME! I KNOW IT!
I--I CAN'T LET YOU! YOU HEAR ME? I--I WON'T LET YOU KILL ME!
THUK

GOTTA GET OUTTA HERE... DON'T WANNA TANGLE WITH HIM NOW!
HE'LL KILL ME FOR WHAT I DID.. I KNOW HE WILL!

YOU'RE NOT GOING ANYWHERE, PUNK!
WHAT?!?

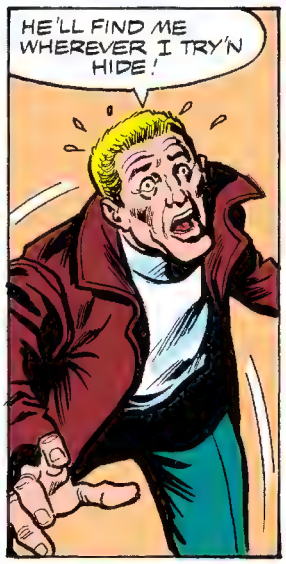

N-NO! YOU'RE NOT GETTING ME, PARKER! YOU HEAR ME?
BAM
BAM
GET AWAY, BLAST YOU!
GET AWAY FROM ME!

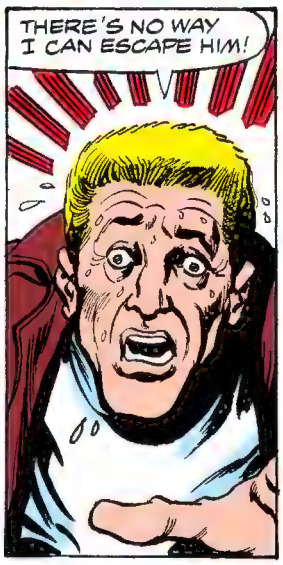
I TOLD YOU BEFORE-- I'VE WAITED A LONG TIME FOR THIS!
THERE'S NO ONE ELSE HERE...NO POLICE, NO INTER-FERENCE...
JUST YOU AND ME!

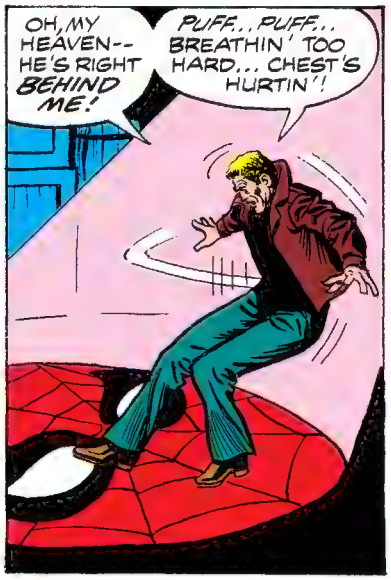
NO! NO!!
THOK

WHY DID I GET INVOLVED WITH THIS?

NOTHIN'S EVER GONNA STOP HIM!

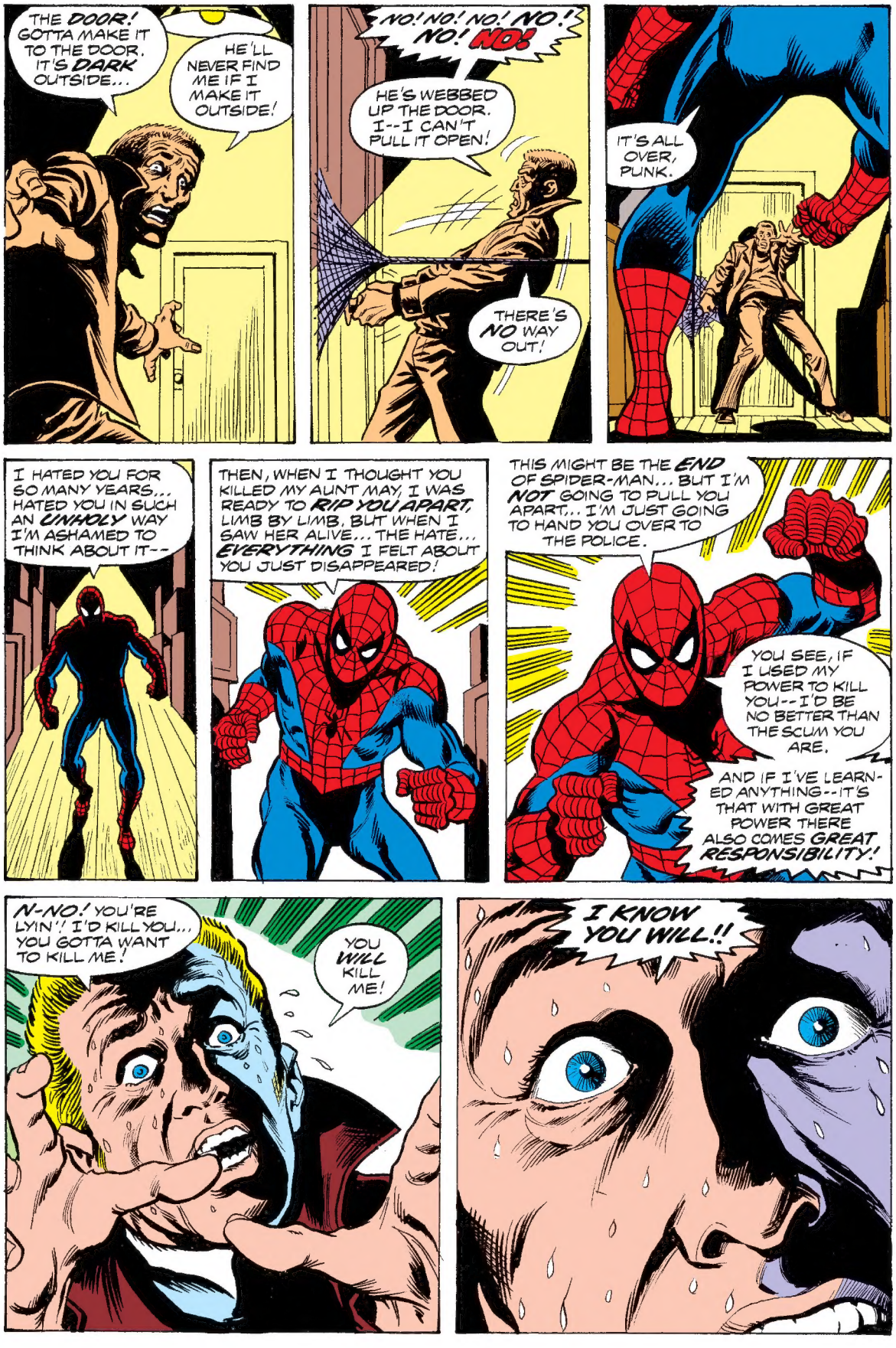

HE'LL FIND ME WHEREVER I TRY'N HIDE!

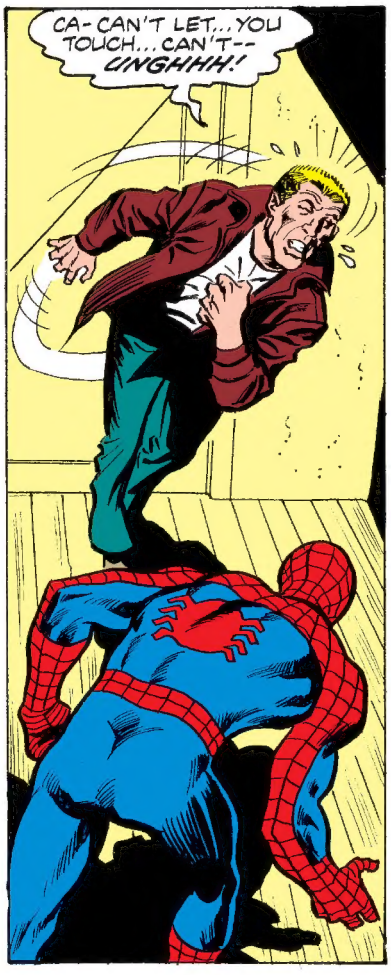

THERE'S NO WAY I CAN ESCAPE HIM!


OH, MY HEAVEN-- HE'S RIGHT BEHIND ME!
PUFF...PUFF... BREATHIN' TOO HARD... CHEST'S HURTIN'!

IT'S HURTIN' TO RUN...BUT I GOTTA RUN...GOTTA HIDE!
I--I SHOULD'A KILLED THEM ALL WHEN I HAD THE CHANCE...

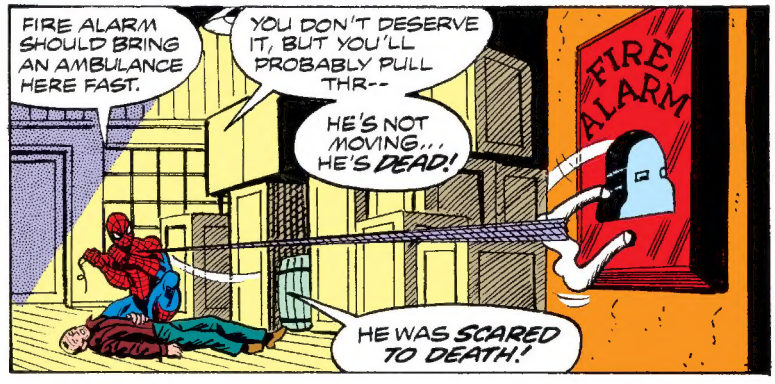
SHOULD WIPED 'EM OUT--OOHHH!! CHEST'S KILLIN' ME...
AGGHH! HE'S EVERYWHERE!
GOTTA GET OUTTA HERE!

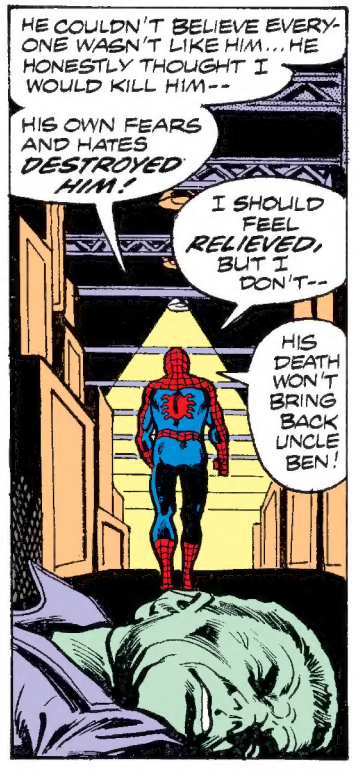

THE DOOR! GOTTA MAKE IT TO THE DOOR. IT'S DARK OUTSIDE...
HE'LL NEVER FIND ME IF I MAKE IT OUTSIDE!
NO! NO! NO! NO! NO! NO!
HE'S WEBBED UP THE DOOR. I--I CAN'T PULL IT OPEN!
THERE'S NO WAY OUT!
IT'S ALL OVER, PUNK.
I HATED YOU FOR SO MANY YEARS... HATED YOU IN SUCH AN UNHOLY WAY I'M ASHAMED TO THINK ABOUT IT--
THEN, WHEN I THOUGHT YOU KILLED MY AUNT MAY, I WAS READY TO RIP YOU APART, LIMB BY LIMB, BUT WHEN I SAW HER ALIVE... THE HATE... EVERYTHING I FELT ABOUT YOU JUST DISAPPEARED!
THIS MIGHT BE THE END OF SPIDER-MAN... BUT I'M NOT GOING TO PULL YOU APART... I'M JUST GOING TO HAND YOU OVER TO THE POLICE.
YOU SEE, IF I USED MY POWER TO KILL YOU--I'D BE NO BETTER THAN THE SCUM YOU ARE.
AND IF I'VE LEARNED ANYTHING--IT'S THAT WITH GREAT POWER THERE ALSO COMES GREAT RESPONSIBILITY!
N-NO! YOU'RE LYIN'! I'D KILL YOU... YOU GOTTA WANT TO KILL ME!
YOU WILL KILL ME!
I KNOW YOU WILL!!

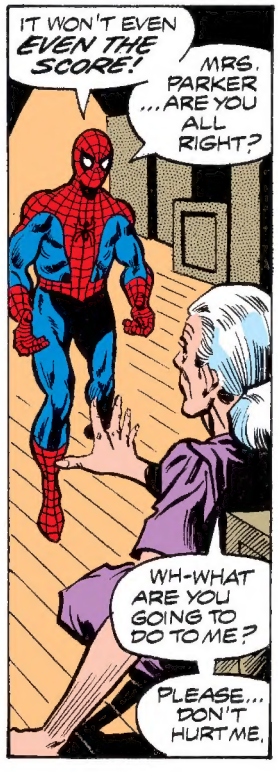

CA-CAN'T LET... YOU TOUCH... CAN'T-- UNGHHH!

HEY! DON'T--
...HEART... WASN'T KIDDIN' BEFORE... GOT BAD HEART... GOT...

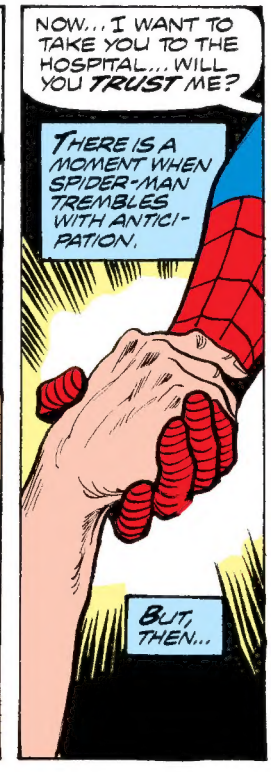
JUST LIE HERE--I'LL FIND HELP... EVEN FOR A KILLER LIKE YOU.

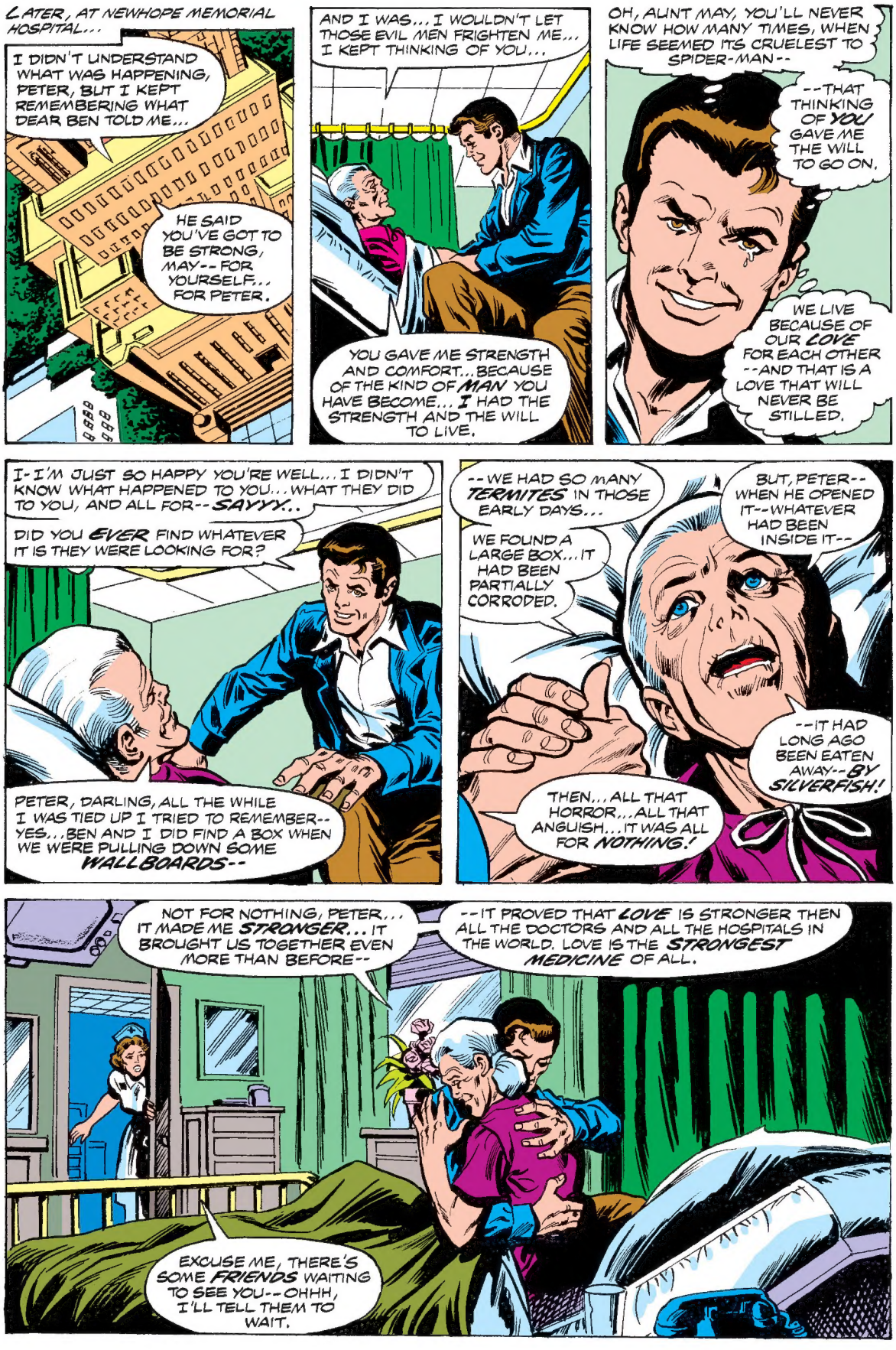
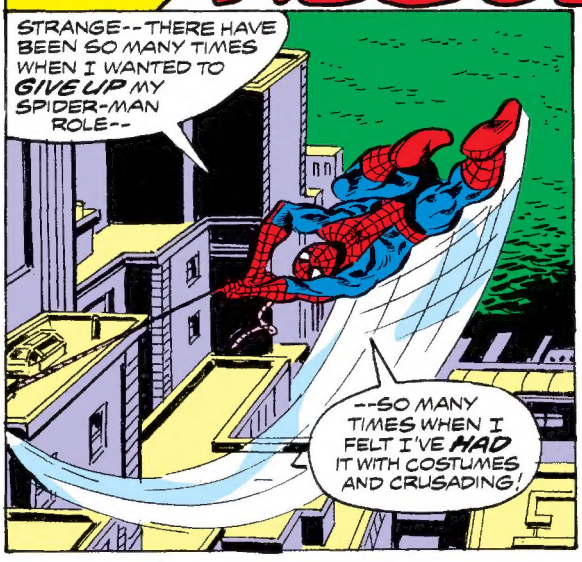
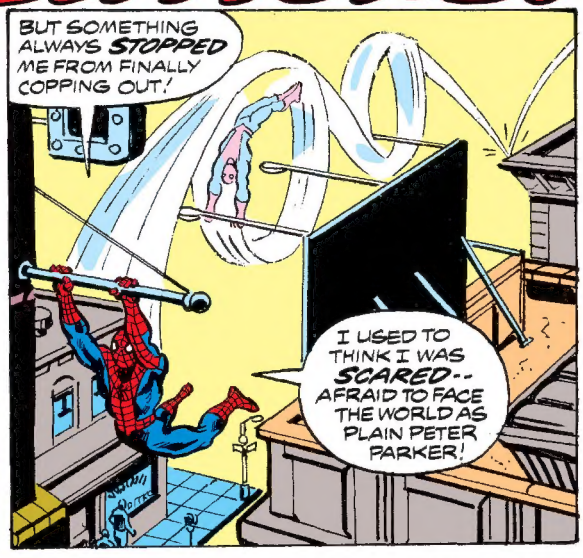
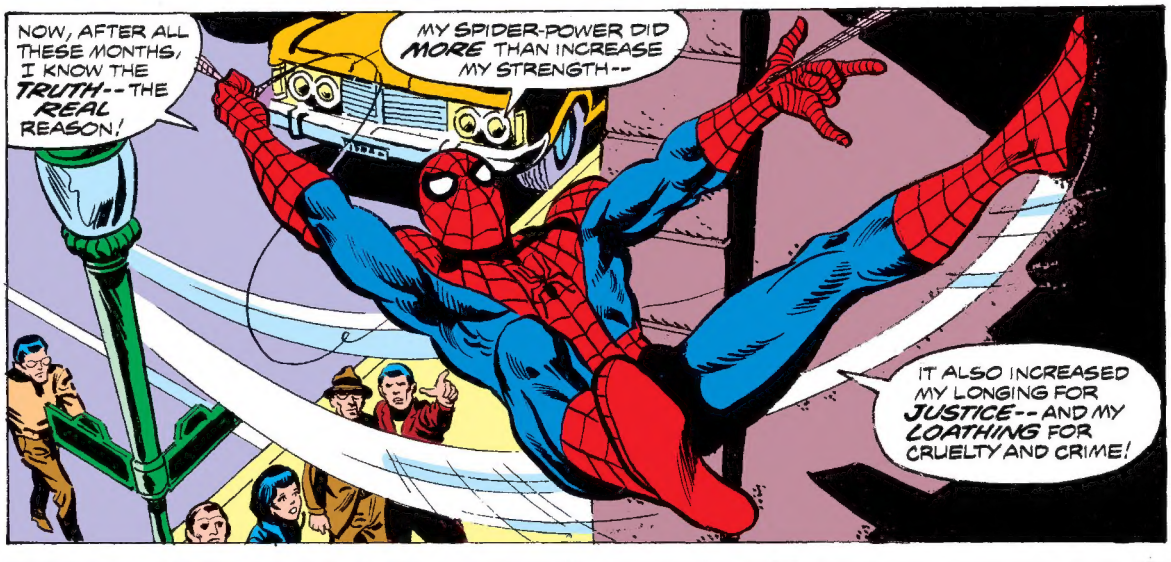
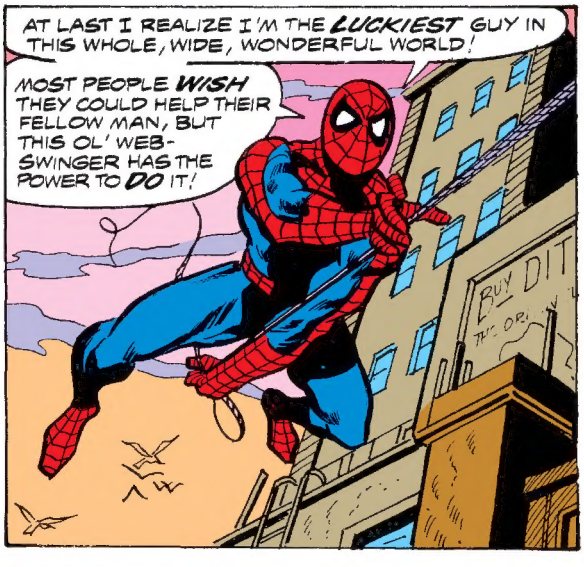
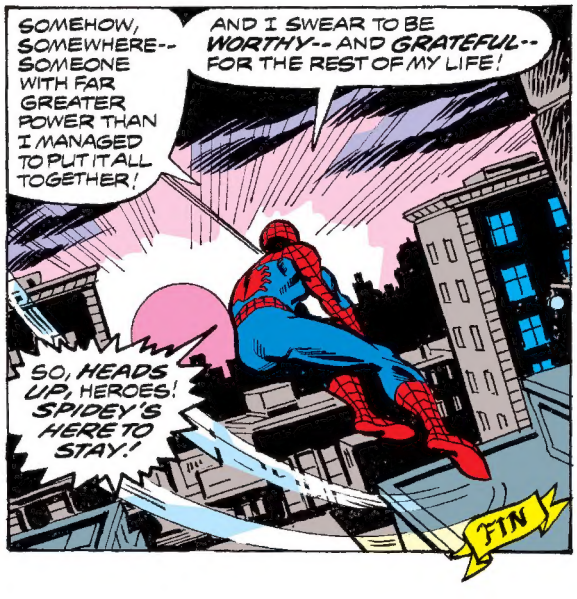

FIRE ALARM SHOULD BRING AN AMBULANCE HERE FAST.
YOU DON'T DESERVE IT, BUT YOU'LL PROBABLY PULL THR--
HE'S NOT MOVING... HE'S DEAD!
HE WAS SCARED TO DEATH!
FIRE ALARM


HE COULDN'T BELIEVE EVERYONE WASN'T LIKE HIM... HE HONESTLY THOUGHT I WOULD KILL HIM--
HIS OWN FEARS AND HATES DESTROYED HIM!
I SHOULD FEEL RELIEVED, BUT I DON'T--
HIS DEATH WON'T BRING BACK UNCLE BEN!


IT WON'T EVEN EVEN THE SCORE!
MRS. PARKER ...ARE YOU ALL RIGHT?
WH-WHAT ARE YOU GOING TO DO TO ME?
PLEASE... DON'T HURT ME.

MRS. PARKER, I'VE KNOWN FOR YEARS THAT YOU THOUGHT I WAS SOME SORT OF MONSTER... BUT PLEASE BELIEVE ME... I'M NOT.
I WANT YOU HEALTHY ...I WANT YOU WELL... AND I WANT TO BE YOUR FRIEND.


NOW... I WANT TO TAKE YOU TO THE HOSPITAL... WILL YOU TRUST ME?
THERE IS A MOMENT WHEN SPIDER-MAN TREMBLES WITH ANTICIPATION.
BUT, THEN...


LATER, AT NEWHOPE MEMORIAL HOSPITAL...
I DIDN'T UNDERSTAND WHAT WAS HAPPENING, PETER, BUT I KEPT REMEMBERING WHAT DEAR BEN TOLD ME...
HE SAID YOU'VE GOT TO BE STRONG, MAY-- FOR YOURSELF... FOR PETER.
AND I WAS... I WOULDN'T LET THOSE EVIL MEN FRIGHTEN ME... I KEPT THINKING OF YOU...
YOU GAVE ME STRENGTH AND COMFORT... BECAUSE OF THE KIND OF MAN YOU HAVE BECOME... I HAD THE STRENGTH AND THE WILL TO LIVE.
OH, AUNT MAY, YOU'LL NEVER KNOW HOW MANY TIMES, WHEN LIFE SEEMED ITS CRUELEST TO SPIDER-MAN--
--THAT THINKING OF YOU GAVE ME THE WILL TO GO ON.
WE LIVE BECAUSE OF OUR LOVE FOR EACH OTHER --AND THAT IS A LOVE THAT WILL NEVER BE STILLED.
I-I'M JUST SO HAPPY YOU'RE WELL... I DIDN'T KNOW WHAT HAPPENED TO YOU... WHAT THEY DID TO YOU, AND ALL FOR-- SAYYY...
DID YOU EVER FIND WHATEVER IT IS THEY WERE LOOKING FOR?
PETER, DARLING, ALL THE WHILE I WAS TIED UP I TRIED TO REMEMBER-- YES... BEN AND I DID FIND A BOX WHEN WE WERE PULLING DOWN SOME WALLBOARDS--
--WE HAD SO MANY TERMITES IN THOSE EARLY DAYS...
WE FOUND A LARGE BOX... IT HAD BEEN PARTIALLY CORRODED.
BUT, PETER-- WHEN HE OPENED IT--WHATEVER HAD BEEN INSIDE IT--
--IT HAD LONG AGO BEEN EATEN AWAY-- BY SILVERFISH!
THEN... ALL THAT HORROR... ALL THAT ANGUISH... IT WAS ALL FOR NOTHING!
NOT FOR NOTHING, PETER... IT MADE ME STRONGER... IT BROUGHT US TOGETHER EVEN MORE THAN BEFORE--
--IT PROVED THAT LOVE IS STRONGER THEN ALL THE DOCTORS AND ALL THE HOSPITALS IN THE WORLD. LOVE IS THE STRONGEST MEDICINE OF ALL.
EXCUSE ME, THERE'S SOME FRIENDS WAITING TO SEE YOU--OHHH, I'LL TELL THEM TO WAIT.

EPILOGUE: RESOLUTIONS!